

# **EXHIBIT B**

## **Prt. 2**

THIS REPORT IS PROVIDED TO ASSIST YOU IN EVALUATING THE PERFORMANCE OF YOUR  
ACCOUNT AND SHOULD NOT BE USED FOR INCOME TAX PURPOSES.

JOSEPH S POPKIN REVOCABLE TST      1-ZA121-3  
DTD 2/9/06 ROBIN POPKIN LOGUE  
SHARON POPKIN CO-TSTEE  
12610 NW 12TH COURT  
SUNRISE                      FL 33323

STARTING EQUITY FOR CURRENT YEAR	1,056,817.11CR	
CAPITAL ADDITIONS		
CAPITAL WITHDRAWALS	495,917.90-	
REALIZED P/L FOR CURRENT YEAR	84,722.78CR	
UNREALIZED P/L ON OPEN SECURITY POSITIONS	618.75CR	
CURRENT CASH BALANCE	.24CR	
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	646,240.50	NET LONG
TOTAL EQUITY	646,240.74CR	
ANNUALIZED RETURN FOR CURRENT YEAR	11.55 %	

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JOSEPH S POPKIN REVOCABLE TST      1-ZA121-3  
DTD 2/9/06 JOSEPH S POPKIN,  
ROBIN POPKIN LOGUE CO-TSTEEES  
6010 LINDEN CIRCLE  
TAMARAC                      FL 33319

STARTING EQUITY FOR CURRENT YEAR	1,056,817.11CR	
CAPITAL ADDITIONS		
CAPITAL WITHDRAWALS	38,408.49-	
REALIZED P/L FOR CURRENT YEAR	67,963.04CR	
UNREALIZED P/L ON OPEN SECURITY POSITIONS	2,210.75CR	
CURRENT CASH BALANCE	.16CR	
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	1,088,582.25	NET LONG
TOTAL EQUITY	1,088,582.41CR	
ANNUALIZED RETURN FOR CURRENT YEAR	13.71 %	

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6010 LINDEN CIRCLE  
TAMARAC                      FL 33319

STARTING EQUITY FOR CURRENT YEAR	1,056,817.11CR	
CAPITAL ADDITIONS		
CAPITAL WITHDRAWALS	25,744.11-	
REALIZED P/L FOR CURRENT YEAR	12,971.88CR	
UNREALIZED P/L ON OPEN SECURITY POSITIONS	307.50-	
CURRENT CASH BALANCE	.88CR	
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	1,043,736.50	NET LONG
TOTAL EQUITY	1,043,737.38CR	
ANNUALIZED RETURN FOR CURRENT YEAR	4.91 %	





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12610 NW 12TH COURT  
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PERIOD ENDING  
10/31/08

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YOUR ACCOUNT NUMBER  
1-ZA121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
\*\*\*\*\*4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		63,647.76	
10/01				COCA COLA CO	DIV		161.50
10/01				DIV 9/15/08 10/01/08			
10/01				HEWLETT PACKARD CO	DIV		42.16
10/01				DIV 9/10/08 10/01/08			
10/01				MERCK & CO	DIV		174.42
10/03				DIV 9/05/08 10/01/08			
10/03				SCHLUMBERGER LTD	DIV		53.55
10/06				DIV 9/03/08 10/03/08			
10/06				CHECK	CW	15,167.74	
10/06				FIDELITY SPARTAN	DIV		10.08
10/06				U S TREASURY MONEY MARKET			
10/06		23,678	331	DIV 10/06/08			
10/06				FIDELITY SPARTAN	1		23,678.00
10/06	8,520		881	U S TREASURY MONEY MARKET	1	8,520.00	
10/10				FIDELITY SPARTAN			
10/10				PHILLIP MORRIS INTERNATIONAL	DIV		238.68
10/31	670		9676	DIV 9/15/08 10/10/08			
10/31				FIDELITY SPARTAN	1	670.00	
10/31				U S TREASURY MONEY MARKET			
				NEW BALANCE		63,647.11	
				SECURITY POSITIONS	MKT PRICE		
	9,190			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
				CONTINUED ON PAGE 2			

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				BALANCE FORWARD		24,360.93	
9/02				WAL-MART STORES INC	DIV		117.09
				DIV 8/15/08 9/02/08			
9/09				JOHNSON & JOHNSON	DIV		273.70
				DIV 8/26/08 9/09/08			
9/09				UNITED PARCEL SVC INC	DIV		99.45
				CLASS B			
				DIV 8/25/08 9/09/08			
9/10				FIDELITY SPARTAN	DIV		38.72
				U S TREASURY MONEY MARKET			
				DIV 09/10/08			
9/10				CHEVRON CORP	DIV		276.25
				DIV 8/19/08 9/10/08			
9/10				UNITED TECHNOLOGIES CORP	DIV		65.28
				DIV 8/15/08 9/10/08			
9/10		36,433	84204	FIDELITY SPARTAN	1		36,433.00
				U S TREASURY MONEY MARKET			
9/10	34,669		89332	FIDELITY SPARTAN	1	34,669.00	
				U S TREASURY MONEY MARKET			
9/11				MICROSOFT CORP	DIV		185.13
				DIV 8/21/08 9/11/08			
9/11	8,653		94458	FIDELITY SPARTAN	1	8,653.00	
				U S TREASURY MONEY MARKET			
9/16				CHECK	CW	400,000.00	
				CONTINUED ON PAGE 2			

To other  
beneficiaries  
~

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9/16				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 09/16/08	DIV		9.71
9/16				MCDONALDS CORP DIV 9/02/08 9/16/08	DIV		89.25
9/16		43,322	68963	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		43,322.00
9/17		833	10444	ORACLE CORPORATION	19.310		16,052.23
9/17		187	11639	APPLE INC	150.770		28,186.99
9/17		340	14742	PEPSICO INC	72.460		24,623.40
9/17		323	15937	ABBOTT LABORATORIES	58.960		19,032.08
9/17		1,428	19040	PFIZER INC	18.360		26,161.08
9/17		561	20205	AMERICAN INTL GROUP INC	15.290		8,555.69
9/17		646	23338	PROCTER & GAMBLE CO	72.780		46,990.88
9/17		238	24486	AMGEN INC	63.320		15,061.16
9/17		442	27636	PHILLIP MORRIS INTERNATIONAL	54.170		23,926.14
9/17		1,003	28782	BANK OF AMERICA	33.040		33,099.12
9/17		340	31934	QUALCOMM INC	48.390		16,439.60
9/17		1,173	33080	CITI GROUP INC	18.220		21,326.06
9/17		255	36232	SCHLUMBERGER LTD	87.210		22,228.55
9/17		323	37378	CONOCOPHILIPS	72.510		23,408.73
9/17		1,292	40530	AT&T INC	31.370		40,479.04
9/17		1,258	41676	CISCO SYSTEMS INC	23.050		28,946.90
9/17		221	44814	UNITED PARCEL SVC INC CLASS B	67.860		14,989.06
				CONTINUED ON PAGE 3			

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9/17		425	45974	CHEVRON CORP	83.210		35,347.25
9/17		204	49062	UNITED TECHNOLOGIES CORP	63.720		12,990.88
9/17		2,125	50272	GENERAL ELECTRIC CO	27.440		58,225.00
9/17		612	53347	VERIZON COMMUNICATIONS	34.570		21,132.84
9/17		51	54570	GOOGLE	432.200		22,040.20
9/17		731	57645	WELLS FARGO & CO NEW	33.390		24,379.09
9/17		85	58868	GOLDMAN SACHS GROUP INC	154.700		13,146.50
9/17		493	61943	WAL-MART STORES INC	62.470		30,778.71
9/17		527	63166	HEWLETT PACKARD CO	46.880		24,684.76
9/17		1,105	66241	EXXON MOBIL CORP	76.080		84,024.40
9/17		289	67464	INTERNATIONAL BUSINESS MACHS	118.800		34,322.20
9/17		1,224	71762	INTEL CORP	19.970		24,395.28
9/17		595	76060	JOHNSON & JOHNSON	71.150		42,311.25
9/17		748	80357	J.P. MORGAN CHASE & CO	40.930		30,586.64
9/17		425	84655	COCA COLA CO	53.790		22,843.75
9/17		238	88953	MCDONALDS CORP	64.430		15,325.34
9/17		459	93251	MERCK & CO	34.160		15,661.44
9/17		1,683	97549	MICROSOFT CORP	27.420		46,080.86
9/17	625,000		84759	U S TREASURY BILL DUE 2/12/2009	99.511	621,943.75	
9/17	21,607		89057	2/12/2009 FIDELITY SPARTAN U S TREASURY MONEY MARKET AMERICAN INTL GROUP INC DIV 9/05/08 9/19/08	1    DIV	21,607.00	123.42
9/19				CONTINUED ON PAGE 4			

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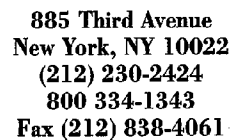
DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
9/26				BANK OF AMERICA	DIV		641.92
9/26				DIV 9/05/08 9/26/08			
				QUALCOMM INC	DIV		54.40
				DIV 8/29/08 9/26/08			
9/30				PEPSICO INC	DIV		144.50
9/30	2,071		97178	DIV 9/05/08 9/30/08			
				FIDELITY SPARTAN	1	2,071.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE		63,647.76	
	23,678			SECURITY POSITIONS	MKT PRICE		
				FIDELITY SPARTAN	1		
	625,000			U S TREASURY MONEY MARKET			
				U S TREASURY BILL	99.610		
				DUE 2/12/2009			
				2/12/2009			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				646,240.50			

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**9/30/08**

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				BALANCE FORWARD		16,064.62	
8/14	1,428		917	PFIZER INC	19.800	28,331.40	
8/14	561		1810	AMERICAN INTL GROUP INC	24.880	13,979.68	
8/14	646		5226	PROCTER & GAMBLE CO	69.490	44,915.54	
8/14	238		6119	AMGEN INC	63.040	15,012.52	
8/14	442		9535	PHILLIP MORRIS INTERNATIONAL	55.110	24,375.62	
8/14	1,003		10428	BANK OF AMERICA	32.070	32,206.21	
8/14	340		13844	QUALCOMM INC	55.530	18,893.20	
8/14	1,173		14737	CITI GROUP INC	19.300	22,684.90	
8/14	255		18193	SCHLUMBERGER LTD	92.190	23,518.45	
8/14	323		19046	CONOCOPHILIPS	81.290	26,268.67	
8/14	1,292		22462	AT&T INC	31	40,103.00	
8/14	1,258		23355	CISCO SYSTEMS INC	24.200	30,493.60	
8/14	221		26771	UNITED PARCEL SVC INC	65.030	14,379.63	
				CLASS B			
8/14	425		27664	CHEVRON CORP	84.670	36,001.75	
8/14	204		31080	UNITED TECHNOLOGIES CORP	66.460	13,565.84	
8/14	2,125		31973	GENERAL ELECTRIC CO	29.600	62,985.00	
8/14	612		35389	VERIZON COMMUNICATIONS	34.710	21,266.52	
8/14	51		36282	GOOGLE	492.320	25,110.32	
8/14	731		39698	WELLS FARGO & CO NEW	30.300	22,178.30	
8/14	85		40591	GOLDMAN SACHS GROUP INC	175.950	14,958.75	
8/14	493		44007	WAL-MART STORES INC	57.720	28,474.96	
8/14	527		44900	HEWLETT PACKARD CO	45.660	24,083.82	
				CONTINUED ON PAGE 2			

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8/14	1,105		48316	EXXON MOBIL CORP	78.440	86,720.20	
8/14	289		49209	INTERNATIONAL BUSINESS MACHS	127.930	36,982.77	
8/14	1,224		53518	INTEL CORP	24.040	29,472.96	
8/14	595		57827	JOHNSON & JOHNSON	71.210	42,392.95	
8/14	748		62135	J.P. MORGAN CHASE & CO	40.530	30,345.44	
8/14	425		66444	COCA COLA CO	55.310	23,523.75	
8/14	238		70753	MCDONALDS CORP	64.860	15,445.68	
8/14	459		75062	MERCK & CO	35.800	16,450.20	
8/14	1,683		79371	MICROSOFT CORP	27.810	46,871.23	
8/14	833		92298	ORACLE CORPORATION	23.160	19,325.28	
8/14	187		93192	APPLE INC	170.050	31,806.35	
8/14	340		96607	PEPSICO INC	69.060	23,493.40	
8/14	323		97501	ABBOTT LABORATORIES	58.620	18,946.26	
8/14		1,025,000	59561	U S TREASURY BILL DUE 11/6/2008	99.587		1,020,766.75
8/14				11/06/2008 FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 08/14/08	DIV		19.09
8/14		12,915	53751	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		12,915.00
8/14	36,433		64062	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	36,433.00	
				NEW BALANCE		24,360.93	
	1,292			SECURITY POSITIONS AT&T INC	MKT PRICE 31.990		
				CONTINUED ON PAGE 3			

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	323			ABBOTT LABORATORIES	57.430		
	561			AMERICAN INTL GROUP INC	21.490		
	238			AMGEN INC	62.850		
	187			APPLE INC	169.530		
	1,003			BANK OF AMERICA	31.140		
	425			CHEVRON CORP	86.320		
	1,258			CISCO SYSTEMS INC	24.050		
	1,173			CITI GROUP INC	18.990		
	425			COCA COLA CO	52.070		
	323			CONOCOPHILIPS	82.510		
	1,105			EXXON MOBIL CORP	80.010		
	2,125			GENERAL ELECTRIC CO	28.100		
	85			GOLDMAN SACHS GROUP INC	163.970		
	51			GOOGLE	463.290		
	527			HEWLETT PACKARD CO	46.920		
	1,224			INTEL CORP	22.870		
	289			INTERNATIONAL BUSINESS MACHS	121.730		
	748			J.P. MORGAN CHASE & CO	38.490		
	595			JOHNSON & JOHNSON	70.430		
	238			MCDONALDS CORP	62.050		
	459			MERCK & CO	35.670		
	1,683			MICROSOFT CORP	27.290		
	833			ORACLE CORPORATION	21.930		
	340			PEPSICO INC	68.480		
	1,428			PFIZER INC	19.110		
				CONTINUED ON PAGE 4			

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**BERNARD L. MADOFF**  
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JOSEPH S POPKIN REVOCABLE TST  
DTD 2/9/06 JOSEPH S POPKIN,  
ROBIN POPKIN LOGUE CO-TSTEEES  
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PERIOD ENDING  
8/31/08

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YOUR ACCOUNT NUMBER  
1-ZA121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
\*\*\*\*\*4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	442			PHILLIP MORRIS INTERNATIONAL	53.700		
	646			PROCTER & GAMBLE CO	69.770		
	340			QUALCOMM INC	52.650		
	255			SCHLUMBERGER LTD	94.220		
	36,433			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	221			UNITED PARCEL SVC INC	64.120		
				CLASS B			
	204			UNITED TECHNOLOGIES CORP	65.590		
	612			VERIZON COMMUNICATIONS	35.120		
	493			WAL-MART STORES INC	59.070		
	731			WELLS FARGO & CO NEW	30.270		
				MARKET VALUE OF SECURITIES			
				LONG			
				1,025,481.78			
				SHORT			

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				BALANCE FORWARD			16,065.00
8/14	17		83680	S & P 100 INDEX	11.100	18,887.00	
8/14		17	87989	SEPTEMBER 590 PUT	16		27,183.00
				S & P 100 INDEX			
				SEPTEMBER 600 CALL			
				NEW BALANCE			24,361.00
		17		SECURITY POSITIONS	MKT PRICE		
				S & P 100 INDEX	6.500		
	17			SEPTEMBER 600 CALL	10.400		
				S & P 100 INDEX			
				SEPTEMBER 590 PUT			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				17,680.00			11,050.00-

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				BALANCE FORWARD		16,064.84	
7/07				CHECK	CM	57,509.41	
7/07				FIDELITY SPARTAN	DIV		24.38
				U S TREASURY MONEY MARKET			
7/07		17,764	56301	DIV 07/07/08	1		17,764.00
				FIDELITY SPARTAN			
7/07		1,075,000	56709	U S TREASURY MONEY MARKET	99.635		1,071,076.25
				U S TREASURY BILL			
				DUE 9/18/2008			
7/07	1,025,000		57063	9/18/2008	99.360	1,018,440.00	
				U S TREASURY BILL			
				DUE 11/6/2008			
7/07	12,915		57467	11/06/2008	1	12,915.00	
				FIDELITY SPARTAN			
				U S TREASURY MONEY MARKET			
				NEW BALANCE		16,064.62	
				SECURITY POSITIONS	MKT PRICE		
	12,915			FIDELITY SPARTAN	1		
	1,025,000			U S TREASURY MONEY MARKET			
				U S TREASURY BILL	99.551		
				DUE 11/6/2008			
				11/06/2008			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,033,312.75			

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				BALANCE FORWARD		16,064.70	
6/02				INTEL CORP	DIV		173.74
6/02				DIV 5/07/08 6/01/08 WAL-MART STORES INC	DIV		121.13
6/02				DIV 5/16/08 6/02/08 WELLS FARGO & CO NEW	DIV		210.80
6/03				DIV 5/09/08 6/01/08 PFIZER INC	DIV		467.84
6/03				DIV 5/09/08 6/03/08 UNITED PARCEL SVC INC	DIV		99.45
				CLASS B			
6/10				DIV 5/19/08 6/03/08 CHEVRON CORP	DIV		298.35
6/10				DIV 5/19/08 6/10/08 EXXON MOBIL CORP	DIV		462.40
6/10				DIV 5/13/08 6/10/08 INTERNATIONAL BUSINESS MACHS	DIV		153.00
6/10				DIV 5/09/08 6/10/08 UNITED TECHNOLOGIES CORP	DIV		65.28
6/12				DIV 5/16/08 6/10/08 MICROSOFT CORP	DIV		188.87
6/30	2,241		52505	DIV 5/15/08 6/12/08 FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	2,241.00	
				CONTINUED ON PAGE 2			

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	17,764			NEW BALANCE		16,064.84	
	1,075,000			SECURITY POSITIONS FIDELITY SPARTAN U S TREASURY MONEY MARKET U S TREASURY BILL DUE 9/18/2008 9/18/2008	MKT PRICE 1 99.611		
				MARKET VALUE OF SECURITIES LONG SHORT 1,088,582.25			

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				<b>BALANCE FORWARD</b>		<b>14,517.91</b>	
5/01				AT&T INC	DIV		516.80
5/01				DIV 4/10/08 5/01/08			
				VERIZON COMMUNICATIONS	DIV		263.16
				DIV 4/10/08 5/01/08			
5/15				ABBOTT LABORATORIES	DIV		122.40
5/15				DIV 4/15/08 5/15/08			
				PROCTER & GAMBLE CO	DIV		265.20
5/19				DIV 4/18/08 5/15/08			
				FIDELITY SPARTAN	DIV		11.92
				U S TREASURY MONEY MARKET			
5/19		10,896	11328	DIV 05/19/08			
				FIDELITY SPARTAN	1		10,896.00
				U S TREASURY MONEY MARKET			
5/23				CITI GROUP INC	DIV		342.72
				DIV 5/05/08 5/23/08			
5/27		680	2052	WELLS FARGO & CO NEW	28.160		19,121.80
5/27		2,142	3768	GENERAL ELECTRIC CO	31.740		67,902.08
5/27		510	6339	WAL-MART STORES INC	56.040		28,560.40
5/27		51	8055	GOOGLE	577.900		29,470.90
5/27		1,156	10626	EXXON MOBIL CORP	95.310		110,132.36
5/27		85	12236	GOLDMAN SACHS GROUP INC	183.260		15,574.10
5/27		527	16502	HEWLETT PACKARD CO	46.300		24,379.10
5/27		306	20789	INTERNATIONAL BUSINESS MACHS	125.210		38,302.26
				CONTINUED ON PAGE 2			

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5/27		1,241	25076	INTEL CORP	24.120		29,883.92
5/27		612	29363	JOHNSON & JOHNSON	66.470		40,655.64
5/27		697	33649	J.P. MORGAN CHASE & CO	43.960		30,613.12
5/27		425	37936	COCA COLA CO	57.230		24,305.75
5/27		255	42081	MCDONALDS CORP	59.810		15,241.55
5/27		459	46337	MERCK & CO	39.960		18,323.64
5/27		1,717	50624	MICROSOFT CORP	28.820		49,415.94
5/27		850	59198	ORACLE CORPORATION	22.310		18,929.50
5/27		187	61543	APPLE INC	185.820		34,741.34
5/27		357	63485	PEPSICO INC	67.670		24,144.19
5/27		340	65830	ABBOTT LABORATORIES	55.030		18,697.20
5/27		1,462	67772	PFIZER INC	20.120		29,357.44
5/27		527	70116	AMERICAN INTL GROUP INC	38.430		20,231.61
5/27		663	72059	PROCTER & GAMBLE CO	65.880		43,652.44
5/27		918	74403	BANK OF AMERICA	35.490		32,543.82
5/27		459	76346	PHILLIP MORRIS INTERNATIONAL	52.900		24,263.10
5/27		1,071	78690	CITI GROUP INC	22.230		23,766.33
5/27		255	80633	SCHLUMBERGER LTD	106.430		27,129.65
5/27		1,292	84920	AT&T INC	39.430		50,892.56
5/27		340	86857	CONOCOPHILIPS	93.870		31,902.80
5/27		221	89207	UNITED PARCEL SVC INC	70.260		15,519.46
				CLASS B			
5/27		1,275	91144	CISCO SYSTEMS INC	25.880		32,946.00
5/27		204	93483	UNITED TECHNOLOGIES CORP	73.570		15,000.28
5/27		459	95431	CHEVRON CORP	103.450		47,465.55
				CONTINUED ON PAGE	3		

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5/27		612	97764	VERIZON COMMUNICATIONS	37.940		23,195.28
5/27		408	99527	THE WALT DISNEY CO	34.040		13,872.32
5/27	1,000,000		20434	U S TREASURY BILL DUE 9/18/2008	99.405	994,050.00	
5/27	60,335		24863	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	60,335.00	
5/28				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 05/28/08	DIV		2.33
5/28		60,335	29590	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		60,335.00
5/28	75,000		33896	U S TREASURY BILL DUE 9/18/2008	99.410	74,557.50	
5/28	13,983		39080	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	13,983.00	
5/29				GOLDMAN SACHS GROUP INC DIV 4/29/08 5/29/08	DIV		29.75
5/30	1,540		44136	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	1,540.00	
				NEW BALANCE		16,064.70	
	15,523			SECURITY POSITIONS FIDELITY SPARTAN U S TREASURY MONEY MARKET	MKT PRICE 1		
				CONTINUED ON PAGE 4			

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	<b>1,075,000</b>			<b>U S TREASURY BILL</b> <b>DUE 9/18/2008</b> <b>9/18/2008</b>  <b>MARKET VALUE OF SECURITIES</b> <b>LONG SHORT</b> <b>1,084,288.00</b>	<b>99.420</b>		

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				<b>YEAR-TO-DATE SUMMARY</b>			
				<b>DIVIDENDS</b>			<b>2,504.76</b>
				<b>GROSS PROCEEDS FROM SALES</b>			<b>4,169,870.97</b>

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				<b>BALANCE FORWARD</b>			<b>14,518.00</b>
<b>5/16</b>	<b>17</b>		<b>1068</b>	<b>S &amp; P 100 INDEX MAY 635 CALL</b>	<b>10.600</b>	<b>18,037.00</b>	
<b>5/19</b>		<b>17</b>	<b>5780</b>	<b>S &amp; P 100 INDEX MAY 625 PUT</b>	<b>.300</b>		<b>510.00</b>
<b>5/19</b>		<b>17</b>	<b>92068</b>	<b>S &amp; P 100 INDEX JUNE 650 CALL</b>	<b>12.300</b>		<b>20,893.00</b>
<b>5/19</b>	<b>17</b>		<b>96568</b>	<b>S &amp; P 100 INDEX JUNE 640 PUT</b>	<b>10.500</b>	<b>17,867.00</b>	
<b>5/22</b>	<b>17</b>		<b>35077</b>	<b>S &amp; P 100 INDEX JUNE 645 PUT</b>	<b>8.200</b>	<b>13,957.00</b>	
<b>5/23</b>	<b>17</b>		<b>21577</b>	<b>S &amp; P 100 INDEX JUNE 650 CALL</b>	<b>10.900</b>	<b>18,547.00</b>	
<b>5/23</b>		<b>17</b>	<b>26077</b>	<b>S &amp; P 100 INDEX JUNE 655 CALL</b>	<b>9.300</b>		<b>15,793.00</b>
<b>5/23</b>		<b>17</b>	<b>30577</b>	<b>S &amp; P 100 INDEX JUNE 640 PUT</b>	<b>9.700</b>		<b>16,473.00</b>
<b>5/27</b>	<b>17</b>		<b>14913</b>	<b>S &amp; P 100 INDEX JUNE 655 CALL</b>	<b>7</b>	<b>11,917.00</b>	
<b>5/28</b>		<b>17</b>	<b>54911</b>	<b>S &amp; P 100 INDEX JUNE 645 PUT</b>	<b>16.600</b>		<b>28,203.00</b>
				<b>NEW BALANCE</b>			<b>16,065.00</b>

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			.88
4/04	204		94	UNITED TECHNOLOGIES CORP	69.570	14,200.28	
4/04	408		1309	THE WALT DISNEY CO	31.770	12,978.16	
4/04	612		4389	VERIZON COMMUNICATIONS	37.090	22,723.08	
4/04	2,142		5604	GENERAL ELECTRIC CO	37.470	80,345.74	
4/04	680		8684	WELLS FARGO & CO NEW	30.220	20,576.60	
4/04	51		9899	GOOGLE	446.900	22,793.90	
4/04	510		12979	WAL-MART STORES INC	52.970	27,034.70	
4/04	85		14194	GOLDMAN SACHS GROUP INC	170.520	14,497.20	
4/04	1,156		17274	EXXON MOBIL CORP	84.530	97,762.68	
4/04	527		18489	HEWLETT PACKARD CO	46.270	24,405.29	
4/04	306		22784	INTERNATIONAL BUSINESS MACHS	115.620	35,391.72	
4/04	1,241		27079	INTEL CORP	21.470	26,693.27	
4/04	612		31374	JOHNSON & JOHNSON	64.820	39,693.84	
4/04	697		35668	J.P. MORGAN CHASE & CO	44.930	31,343.21	
4/04	425		39963	COCA COLA CO	61.120	25,993.00	
4/04	255		44258	MCDONALDS CORP	56.140	14,325.70	
4/04	459		48553	MERCK & CO	38.310	17,602.29	
4/04	1,717		52848	MICROSOFT CORP	28.780	49,483.26	
4/04	187		62654	APPLE INC	145.880	27,286.56	
4/04	850		65733	ORACLE CORPORATION	19.870	16,923.50	
4/04	340		66949	ABBOTT LABORATORIES	54.910	18,682.40	
4/04	357		70028	PEPSICO INC	71.360	25,489.52	
4/04	527		71243	AMERICAN INTL GROUP INC	44.860	23,662.22	
				CONTINUED ON PAGE 2			

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**BERNARD L. MADOFF**  
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**JOSEPH S POPKIN REVOCABLE TST**  
**DTD 2/9/06 JOSEPH S POPKIN,**  
**ROBIN POPKIN LOGUE CO-TSTEE**  
**6010 LINDEN CIRCLE**  
**TAMARAC FL 33319**

PERIOD ENDING  
**4/30/08**

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**2**

YOUR ACCOUNT NUMBER  
**1-ZA121-3-0**

YOUR TAX PAYER IDENTIFICATION NUMBER  
**\*\*\*\*\*4577**

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
4/04	1,462		74323	PFIZER INC	20.930	30,657.66	
4/04	918		75538	BANK OF AMERICA	39.460	36,260.28	
4/04	663		78618	PROCTER & GAMBLE CO	69.900	46,369.70	
4/04	1,071		79833	CITI GROUP INC	22.650	24,300.15	
4/04	459		82913	PHILLIP MORRIS INTERNATIONAL	50.530	23,211.27	
4/04	646		84128	COMCAST CORP	19.660	12,725.36	
4/04	255		87208	CL A			
4/04	340		88423	SCHLUMBERGER LTD	86.410	22,044.55	
4/04	1,292		91503	CONOCOPHILIPS	75.930	25,829.20	
4/04	1,275		92718	AT&T INC	38.910	50,322.72	
4/04	221		95798	CISCO SYSTEMS INC	24.470	31,250.25	
4/04				UNITED PARCEL SVC INC	73.400	16,229.40	
4/04	459		97013	CLASS B			
4/04				CHEVRON CORP	85.210	39,129.39	
4/04				FIDELITY SPARTAN	DIV		18.72
4/04		23,390	21479	U S TREASURY MONEY MARKET			
4/04				DIV 04/04/08			
4/04		1,025,000	25435	FIDELITY SPARTAN	1		23,390.00
4/04				U S TREASURY MONEY MARKET			
4/04				U S TREASURY BILL	99.548		1,020,367.00
4/04				DUE 7/31/2008			
4/04				7/31/2008			
4/07		646	31724	COMCAST CORP	20.490		13,211.54
4/07				CL A			
4/07				CHECK	CW	12,664.38	
				CONTINUED ON PAGE 3			

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**6010 LINDEN CIRCLE**  
**TAMARAC FL 33319**

PERIOD ENDING  
**4/30/08**

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
4/07	10,691		36900	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	10,691.00	
4/23				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 04/23/08	DIV		7.52
4/23		10,691	59809	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		10,691.00
4/23	10,631		64047	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	10,631.00	
4/30				J.P. MORGAN CHASE & CO DIV 4/04/08 4/30/08	DIV		264.86
4/30	265		74427	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	265.00	
				NEW BALANCE		14,517.91	
	1,292			SECURITY POSITIONS	MKT PRICE		
	340			AT&T INC	38.710		
	527			ABBOTT LABORATORIES	52.750		
	187			AMERICAN INTL GROUP INC	46.200		
	918			APPLE INC	173.950		
	459			BANK OF AMERICA	37.540		
	1,275			CHEVRON CORP	96.150		
	1,071			CISCO SYSTEMS INC	25.640		
				CITI GROUP INC	25.270		
				CONTINUED ON PAGE 4			

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**TAMARAC FL 33319**

PERIOD ENDING

**4/30/08**

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YOUR ACCOUNT NUMBER

**1-2A121-3-0**

YOUR TAX PAYER IDENTIFICATION NUMBER

**\*\*\*\*\*4577**

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	425			COCA COLA CO	58.870		
	340			CONOCOPHILIPS	86.150		
	408			THE WALT DISNEY CO	32.430		
	1,156			EXXON MOBIL CORP	93.070		
	2,142			GENERAL ELECTRIC CO	32.700		
	85			GOLDMAN SACHS GROUP INC	191.370		
	51			GOOGLE	574.290		
	527			HEWLETT PACKARD CO	46.350		
	1,241			INTEL CORP	22.260		
	306			INTERNATIONAL BUSINESS MACHS	120.700		
	697			J.P. MORGAN CHASE & CO	47.650		
	612			JOHNSON & JOHNSON	67.090		
	255			MCDONALDS CORP	59.580		
	459			MERCK & CO	38.040		
	1,717			MICROSOFT CORP	28.520		
	850			ORACLE CORPORATION	20.850		
	357			PEPSICO INC	68.530		
	1,462			PFIZER INC	20.110		
	459			PHILLIP MORRIS INTERNATIONAL	51.030		
	663			PROCTER & GAMBLE CO	67.050		
	255			SCHLUMBERGER LTD	100.550		
	10,896			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	221			UNITED PARCEL SVC INC	72.410		
				CLASS B			
				CONTINUED ON PAGE 5			

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PERIOD ENDING

**4/30/08**

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	204			UNITED TECHNOLOGIES CORP	72.470		
	612			VERIZON COMMUNICATIONS	38.480		
	510			WAL-MART STORES INC	57.980		
	680			WELLS FARGO & CO NEW	29.750		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,078,920.15			

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ROBIN POPKIN LOGUE CO-TSTEE  
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PERIOD ENDING  
4/30/08

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YOUR ACCOUNT NUMBER  
1-ZA121-4-0

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				NO BALANCE FORWARD			
4/04	17		61438	S & P 100 INDEX	8.800	14,977.00	
4/07		17	57143	APRIL 615 PUT	17.400		29,563.00
4/22	17		41808	S & P 100 INDEX	4.600	7,837.00	
4/22		17	50818	APRIL 625 CALL	1		1,683.00
4/22	17		55323	S & P 100 INDEX	12.200	20,757.00	
4/23		17	46313	APRIL 615 PUT	15.800		26,843.00
				MAY 625 PUT			
				S & P 100 INDEX			
				MAY 635 CALL			
				NEW BALANCE			14,518.00
		17		SECURITY POSITIONS	MKT PRICE		
				S & P 100 INDEX	13.700		
				MAY 635 CALL			
	17			S & P 100 INDEX	4.800		
				MAY 625 PUT			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				8,160.00			23,290.00-

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PERIOD ENDING  
3/31/08

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			.28
3/19				FIDELITY SPARTAN	DIV		104.60
				U S TREASURY MONEY MARKET			
3/19		19,801	27554	DIV 03/19/08	1		19,801.00
				FIDELITY SPARTAN			
3/19		1,025,000	33029	U S TREASURY MONEY MARKET			
				U S TREASURY BILL	99.916		1,024,139.00
				DUE 5/22/2008			
				5/22/2008			
3/19	1,025,000		36345	U S TREASURY BILL	99.576	1,020,654.00	
				DUE 7/31/2008			
				7/31/2008			
3/19	23,390		40692	FIDELITY SPARTAN	1	23,390.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE			.88
				SECURITY POSITIONS	MKT PRICE		
	23,390			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	1,025,000			U S TREASURY BILL	99.546		
				DUE 7/31/2008			
				7/31/2008			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,043,736.50			

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DTD 2/9/06 JOSEPH S POPKIN,  
ROBIN POPKIN LOGUE CO-TSTEE  
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TAMARAC FL 33319

FL 33319

**PERIOD ENDING**

3/31/08

**PAGE**

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**YOUR ACCOUNT NUMBER**

1-ZA121-3-0

**YOUR TAX PAYER IDENTIFICATION NUMBER**

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			659.38
				GROSS PROCEEDS FROM SALES			2,066,159.00

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DTD 2/9/06 JOSEPH S POPKIN,  
ROBIN POPKIN LOGUE CO-TSTEE  
6010 LINDEN CIRCLE  
TAMARAC FL 33319

PERIOD ENDING  
2/29/08

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			-28
				NEW BALANCE			-28
	19,801			SECURITY POSITIONS	MKT PRICE		
	1,025,000			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
				U S TREASURY BILL	99.585		
				DUE 5/22/2008			
				5/22/2008			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,040,547.25			

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				BALANCE FORWARD			.61
1/02				HEWLETT PACKARD CO	DIV		39.60
1/02				DIV 12/12/07 1/02/08	DIV		159.60
1/02				MERCK & CO	DIV		118.13
1/02				DIV 12/07/07 1/02/08	DIV		102.30
1/02				PEPSICO INC	DIV		81.90
1/02				DIV 12/07/07 1/02/08	DIV		42.00
1/02				WAL-MART STORES INC	DIV		
1/02				DIV 12/14/07 1/02/08	DIV		
1/03				UNITED PARCEL SVC INC	DIV		
1/03				CLASS B			
1/04				DIV 11/19/07 1/03/08	DIV		
1/04				SCHLUMBERGER LTD	DIV		
1/04				DIV 12/05/07 1/04/08			
1/08				CHECK	CW	25,744.11	
1/08				FIDELITY SPARTAN	DIV		11.25
1/08				U S TREASURY MONEY MARKET			
1/08				DIV 01/08/08			
1/08		15,752	83500	FIDELITY SPARTAN	1		15,752.00
1/08				U S TREASURY MONEY MARKET			
1/08		1,050,000	83930	U S TREASURY BILL	99.240		1,042,020.00
1/08				DUE 04/03/2008			
1/08	1,025,000			4/03/2008			
1/08				U S TREASURY BILL	98.808	1,012,782.00	
1/08				DUE 5/22/2008			
1/08				5/22/2008			
CONTINUED ON PAGE 2							

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1/31/08

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1/08	19,257		84649	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	19,257.00	
1/31	544		3803	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	544.00	
				NEW BALANCE			.28
	19,801			SECURITY POSITIONS FIDELITY SPARTAN	MKT PRICE 1		
	1,025,000			U S TREASURY MONEY MARKET U S TREASURY BILL DUE 5/22/2008 5/22/2008	99.390		
				MARKET VALUE OF SECURITIES LONG SHORT			
				1,038,548.50			

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**DTD 2/9/06 JOSEPH S POPKIN,**  
**ROBIN POPKIN LOGUE CO-TSTEEs**  
**6010 LINDEN CIRCLE**  
**TAMARAC FL 33319**

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**1/31/08**

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				<b>YEAR-TO-DATE SUMMARY</b>			
				<b>DIVIDENDS</b>			<b>554.78</b>
				<b>GROSS PROCEEDS FROM SALES</b>			<b>1,042,020.00</b>

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New York ☐ London

212 230-2424  
800 334-1343  
Fax 212 838-4061

WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:

4/07/08

CW CHECK

12,664.38

JOSEPH S POPKIN REVOCABLE TST  
DTD 2/9/06 JOSEPH S POPKIN,  
ROBIN POPKIN LOGUE CO-TSTEEES  
6010 LINDEN CIRCLE  
TAMARAC FL 33319

CLIENT'S ACCOUNT NUMBER

1-ZA121-3

**MEMO**



**BERNARD L. MADOFF**  
INVESTMENT SECURITIES LLC  
New York ☐ London

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WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:

**1/08/08**

**CW CHECK**

**25,744.11**

**JOSEPH S POPKIN REVOCABLE TST  
DTD 2/9/06 JOSEPH S POPKIN,  
ROBIN POPKIN LOGUE CO-TSTEE  
6010 LINDEN CIRCLE  
TAMARAC FL 33319**

CLIENT'S ACCOUNT NUMBER

**1-2A121-3**

**MEMO**



**BERNARD L. MADOFF**  
INVESTMENT SECURITIES LLC  
New York ☐ London

212 230-2424  
800 334-1343  
Fax 212 838-4061

WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:

7/07/08

**CW CHECK**

**57,509.41**

CLIENT'S ACCOUNT NUMBER

**1-ZA121-3**

JOSEPH S POPKIN REVOCABLE TST  
DTD 2/9/06 JOSEPH S POPKIN,  
ROBIN POPKIN LOGUE CO-TSTEEES  
6010 LINDEN CIRCLE  
TAMARAC FL 33319

**M E M O**



**BERNARD L. MADOFF**  
INVESTMENT SECURITIES LLC  
New York ☐ London

212 230-2424  
800 334-1343  
Fax 212 838-4061

WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:

10/06/08

CN CHECK

15,167.74

CLIENT'S ACCOUNT NUMBER

1-7A121-3

JOSEPH S POPKIN REVOCABLE TST  
DTD 2/9/06 ROBIN POPKIN LOGUE  
SHARON POPKIN CO-TSTEEES  
12610 NW 12TH COURT  
SUNRISE FL 33323

**MEMO**

## PORTFOLIO MANAGEMENT REPORT AS OF 12/31/07

THIS REPORT IS PROVIDED TO ASSIST YOU IN EVALUATING THE PERFORMANCE OF YOUR ACCOUNT AND SHOULD NOT BE USED FOR INCOME TAX PURPOSES.

JOSEPH S POPKIN REVOCABLE TST 1-ZA121-3  
DTD 2/9/06 JOSEPH S POPKIN,  
ROBIN POPKIN LOGUE CO-TSTEEES  
6010 LINDEN CIRCLE  
TAMARAC FL 33319

STARTING EQUITY FOR CURRENT YEAR	1,058,485.03CR
CAPITAL ADDITIONS	
CAPITAL WITHDRAWALS	114,363.40-
REALIZED P/L FOR CURRENT YEAR	112,695.48CR
UNREALIZED P/L ON OPEN SECURITY POSITIONS	
CURRENT CASH BALANCE	.61CR
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	1,056,816.50 NET LONG
TOTAL EQUITY	1,056,817.11CR
ANNUALIZED RETURN FOR CURRENT YEAR	11.37 %



## PORTFOLIO MANAGEMENT REPORT AS OF 9/30/07

THIS REPORT IS PROVIDED TO ASSIST YOU IN EVALUATING THE PERFORMANCE OF YOUR ACCOUNT AND SHOULD NOT BE USED FOR INCOME TAX PURPOSES.

JOSEPH S POPKIN REVOCABLE TST      1-ZA121-3  
DTD 2/9/06 JOSEPH S POPKIN,  
ROBIN POPKIN LOGUE CO-TSTEEES  
6010 LINDEN CIRCLE  
TAMARAC                      FL 33319

STARTING EQUITY FOR CURRENT YEAR	1,058,485.03CR	
CAPITAL ADDITIONS		
CAPITAL WITHDRAWALS		
REALIZED P/L FOR CURRENT YEAR	81,718.76-	
UNREALIZED P/L ON OPEN SECURITY POSITIONS	86,730.87CR	
CURRENT CASH BALANCE	220.50CR	
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	.64CR	
TOTAL EQUITY	1,063,717.00	NET LONG
	1,063,717.64CR	
ANNUALIZED RETURN FOR CURRENT YEAR	11.55 %	

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JOSEPH S POPKIN REVOCABLE TST 1-ZA121-3

6010 LINDEN CIRCLE  
TAMARAC FL 33319

STARTING EQUITY FOR CURRENT YEAR	1,058,485.03CR	
CAPITAL ADDITIONS		
CAPITAL WITHDRAWALS	50,849.46-	
REALIZED P/L FOR CURRENT YEAR	54,011.98CR	
UNREALIZED P/L ON OPEN SECURITY POSITIONS	294.75CR	
CURRENT CASH BALANCE	.30CR	
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	1,061,942.00	NET LONG
TOTAL EQUITY	1,061,942.30CR	
ANNUALIZED RETURN FOR CURRENT YEAR	10.72 %	

## PORTFOLIO MANAGEMENT REPORT AS OF 3/31/07

THIS REPORT IS PROVIDED TO ASSIST YOU IN EVALUATING THE PERFORMANCE OF YOUR ACCOUNT AND SHOULD NOT BE USED FOR INCOME TAX PURPOSES.

JOSEPH S POPKIN REVOCABLE TST 1-ZA121-3

6010 LINDEN CIRCLE  
TAMARAC FL 33319

STARTING EQUITY FOR CURRENT YEAR	1,058,485.03CR	
CAPITAL ADDITIONS		
CAPITAL WITHDRAWALS	27,412.03-	
REALIZED P/L FOR CURRENT YEAR	23,115.93CR	
UNREALIZED P/L ON OPEN SECURITY POSITIONS	321.50CR	
CURRENT CASH BALANCE	.43CR	
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	1,054,510.00	NET LONG
TOTAL EQUITY	1,054,510.43CR	
ANNUALIZED RETURN FOR CURRENT YEAR	9.19 %	



**BERNARD L. MADOFF**  
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Affiliated with  
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12 Berkeley Street  
Mayfair, London W1J 8DT  
Tel 020 7493 6222

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PERIOD ENDING  
**12/31/07**

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YOUR ACCOUNT NUMBER  
**1-ZA121-3-0**

YOUR TAX PAYER IDENTIFICATION NUMBER  
**\*\*\*\*\*4577**

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			12,570.11
12/10				CHEVRON CORP	DIV		243.60
12/10				DIV 11/16/07 12/10/07			
12/10				UNITED TECHNOLOGIES CORP	DIV		62.40
12/11				DIV 11/16/07 12/10/07			
12/11				JOHNSON & JOHNSON	DIV		230.33
12/13				DIV 11/27/07 12/11/07			
12/13				MICROSOFT CORP	DIV		171.60
12/17				DIV 11/15/07 12/13/07			
12/17				COCA COLA CO	DIV		127.50
12/17				DIV 12/01/07 12/15/07			
12/17				WACHOVIA CORP NEW	DIV		230.40
12/21		1,320	2359	DIV 11/30/07 12/17/07			
12/21		495	3703	PFIZER INC	23.040		30,360.80
12/21		600	6652	AMERICAN INTL GROUP INC	55.900		27,651.50
12/21		150	7949	PROCTER & GAMBLE CO	73.300		43,956.00
12/21		240	10945	BOEING CO	87.310		13,090.50
12/21		855	12229	SCHLUMBERGER LTD	91.270		21,895.80
12/21		1,170	15238	BANK OF AMERICA	42		35,876.00
12/21		930	16522	AT&T INC	40.920		47,830.40
12/21		195	19500	CITI GROUP INC	31.250		29,025.50
12/21		315	20815	UNITED PARCEL SVC INC	72.250		14,081.75
				CLASS B			
				CONOCOPHILIPS	83.280		26,221.20
				CONTINUED ON PAGE 2			

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
12/21		195	23712	UNITED TECHNOLOGIES CORP	75.830		14,779.85
12/21		1,155	25108	CISCO SYSTEMS INC	27.800		32,063.00
12/21		555	27987	VERIZON COMMUNICATIONS	43.450		24,092.75
12/21		420	29401	CHEVRON CORP	90.600		38,036.00
12/21		360	32269	WACHOVIA CORP NEW	39.740		14,292.40
12/21		1,965	33694	GENERAL ELECTRIC CO	36.490		71,624.85
12/21		630	36562	WELLS FARGO & CO NEW	30.060		18,912.80
12/21		45	37987	GOOGLE	670.400		30,167.00
12/21		465	40855	WAL-MART STORES INC	48.220		22,404.30
12/21		75	42280	GOLDMAN SACHS GROUP INC	209.200		15,687.00
12/21		1,065	45148	EXXON MOBIL CORP	89.900		95,701.50
12/21		495	46573	HEWLETT PACKARD CO	51.250		25,349.75
12/21		255	50866	INTERNATIONAL BUSINESS MACHS	104.540		26,647.70
12/21		1,110	55159	INTEL CORP	25.900		28,705.00
12/21		555	59452	JOHNSON & JOHNSON	67.600		37,496.00
12/21		645	63744	J.P. MORGAN CHASE & CO	44.570		28,722.65
12/21		375	68037	COCA COLA CO	62.580		23,452.50
12/21		405	72330	ALTRIA GROUP INC	76.070		30,792.35
12/21		420	76623	MERCK & CO	59.930		25,154.60
12/21		1,560	80916	MICROSOFT CORP	34.460		53,695.60
12/21		750	93775	ORACLE CORPORATION	21.040		15,750.00
12/21		165	95117	APPLE INC	186		30,684.00
12/21		315	98065	PEPSICO INC	77.530		24,409.95
12/21		300	99410	ABBOTT LABORATORIES	57.100		17,118.00
12/21	1,025,000		50547	U S TREASURY BILL DUE 4/10/2008	99.124	1,016,021.00	
				4/10/2008			
				CONTINUED ON PAGE 3			

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12/21				AMERICAN INTL GROUP INC	DIV		99.00
12/21	16,978		54831	DIV 12/07/07 12/21/07 FIDELITY SPARTAN	1	16,978.00	
12/28				U S TREASURY MONEY MARKET			
12/31				BANK OF AMERICA	DIV		547.20
12/31				DIV 12/07/07 12/28/07 FIDELITY SPARTAN	DIV		108.72
12/31				U S TREASURY MONEY MARKET			
12/31				DIV 12/31/07			
12/31		38,883	60169	TRANS TO 40 ACCT FIDELITY SPARTAN	JRNL 1	15,300.00	38,883.00
12/31		1,025,000	66812	U S TREASURY MONEY MARKET			
12/31				U S TREASURY BILL	99.133		1,016,113.25
12/31	1,050,000		74343	DUE 4/10/2008 U S TREASURY BILL	99.149	1,041,064.50	
12/31	15,752		78954	DUE 04/03/2008 FIDELITY SPARTAN	1	15,752.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE			.61
	15,752			SECURITY POSITIONS	MKT PRICE		
				FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
				CONTINUED ON PAGE 4			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			12,180.95
11/15	405		1231	ALTRIA GROUP INC	72.580	29,410.90	
11/15	420		5536	MERCK & CO	55.620	23,376.40	
11/15	1,560		9841	MICROSOFT CORP	33.210	51,869.60	
11/15	750		22756	ORACLE CORPORATION	19.200	14,430.00	
11/15	165		23742	APPLE INC	165	27,231.00	
11/15	315		27061	PEPSICO INC	73.080	23,032.20	
11/15	300		28047	ABBOTT LABORATORIES	54.290	16,299.00	
11/15	1,320		31366	PFIZER INC	22.870	30,240.40	
11/15	495		32351	AMERICAN INTL GROUP INC	56.390	27,932.05	
11/15	600		35671	PROCTER & GAMBLE CO	70.400	42,264.00	
11/15	150		36656	BOEING CO	94.090	14,119.50	
11/15	240		39976	SCHLUMBERGER LTD	92.630	22,240.20	
11/15	855		40961	BANK OF AMERICA	43.820	37,500.10	
11/15	1,170		44281	AT&T INC	39.010	45,687.70	
11/15	930		45266	CITI GROUP INC	33.680	31,359.40	
11/15	195		48586	UNITED PARCEL SVC INC	71	13,852.00	
				CLASS B			
11/15	315		49571	CONOCOPHILIPS	81.470	25,675.05	
11/15	195		52891	UNITED TECHNOLOGIES CORP	73.490	14,337.55	
11/15	1,155		53876	CISCO SYSTEMS INC	28.860	33,379.30	
11/15	555		57196	VERIZON COMMUNICATIONS	42.530	23,626.15	
11/15	420		58181	CHEVRON CORP	86.090	36,173.80	
11/15	360		61501	WACHOVIA CORP NEW	40.400	14,558.00	
				CONTINUED ON PAGE 2			

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PERIOD ENDING  
11/30/07

PAGE  
2

YOUR ACCOUNT NUMBER  
1-ZA121-3-0

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
11/15	1,965		62486	GENERAL ELECTRIC CO	38.270	75,278.55	
11/15	630		65806	WELLS FARGO & CO NEW	31.860	20,096.80	
11/15	45		66791	GOOGLE	656.100	29,525.50	
11/15	465		70111	WAL-MART STORES INC	42.810	19,924.65	
11/15	75		71096	GOLDMAN SACHS GROUP INC	210	15,753.00	
11/15	1,065		74416	EXXON MOBIL CORP	85.920	91,546.80	
11/15	495		75401	HEWLETT PACKARD CO	47.910	23,734.45	
11/15	255		79706	INTERNATIONAL BUSINESS MACHS	100.900	25,739.50	
11/15	1,110		84011	INTEL CORP	25.310	28,138.10	
11/15	555		88316	JOHNSON & JOHNSON	65.080	36,141.40	
11/15	645		92620	J.P. MORGAN CHASE & CO	42.010	27,121.45	
11/15	375		96925	CB&A COLA CO	60.490	22,698.75	
11/15		1,000,000	91738	U S TREASURY BILL DUE 11/29/2007	99.855		998,550.00
11/15				11/29/2007 FIDELITY SPARTAN	DIV		171.41
11/15		37,866	90142	U S TREASURY MONEY MARKET DIV 11/15/07			37,866.00
11/15	17,915		98938	FIDELITY SPARTAN	1	17,915.00	
11/21	3,990		38389	U S TREASURY MONEY MARKET FIDELITY SPARTAN	1	3,990.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE			12,570.11
	1,170			SECURITY POSITIONS AT&T INC	MKT PRICE 38.210		
				CONTINUED ON PAGE 3			

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	300			ABBOTT LABORATORIES	57.510		
	405			ALTRIA GROUP INC	77.560		
	495			AMERICAN INTL GROUP INC	58.130		
	165			APPLE INC	182.220		
	855			BANK OF AMERICA	46.130		
	150			BOEING CO	92.540		
	420			CHEVRON CORP	87.770		
	1,155			CISCO SYSTEMS INC	28.020		
	930			CITI GROUP INC	33.300		
	375			COCA COLA CO	62.100		
	315			CONOCOPHILIPS	80.040		
	1,065			EXXON MOBIL CORP	89.160		
	1,965			GENERAL ELECTRIC CO	38.290		
	75			GOLDMAN SACHS GROUP INC	226.640		
	45			GOOGLE	693		
	495			HEWLETT PACKARD CO	51.160		
	1,110			INTEL CORP	26.080		
	255			INTERNATIONAL BUSINESS MACHS	105.180		
	645			J.P. MORGAN CHASE & CO	45.620		
	555			JOHNSON & JOHNSON	67.740		
	420			MERCK & CO	59.360		
	1,560			MICROSOFT CORP	33.600		
	750			ORACLE CORPORATION	20.180		
	315			PEPSICO INC	77.180		
	1,320			PFIZER INC	23.760		
				CONTINUED ON PAGE 4			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	600			PROCTER & GAMBLE CO	74		
	240			SCHLUMBERGER LTD	93.450		
	21,905			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	195			UNITED PARCEL SVC INC	73.680		
				CLASS B			
	195			UNITED TECHNOLOGIES CORP	74.770		
	555			VERIZON COMMUNICATIONS	43.210		
	360			WACHOVIA CORP NEW	43		
	465			WAL-MART STORES INC	47.900		
	630			WELLS FARGO & CO NEW	32.430		
				MARKET VALUE OF SECURITIES			
				LONG SHORT			
				1,068,725.45			

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				BALANCE FORWARD		12,180.00	
11/15		15	14146	S & P 100 INDEX	5.100		7,635.00
11/15	15		18451	NOVEMBER 685 CALL	8	12,015.00	
11/21	15		4745	S & P 100 INDEX	.700	1,065.00	
11/21		15	13771	NOVEMBER 685 CALL	3.200		4,785.00
11/21	15		18284	S & P 100 INDEX	18	27,015.00	
11/21		15	34009	NOVEMBER 675 PUT	18.200		27,285.00
				DECEMBER 675 PUT			
				DECEMBER 685 CALL			
				NEW BALANCE		12,570.00	
		15		SECURITY POSITIONS	MKT PRICE		
				S & P 100 INDEX	20.300		
	15			DECEMBER 685 CALL	6.900		
				S & P 100 INDEX			
				DECEMBER 675 PUT			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				10,350.00			30,450.00-

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JOSEPH S POPKIN REVOCABLE TST  
DTD 2/9/06 JOSEPH S POPKIN,  
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PERIOD ENDING  
10/31/07

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YOUR ACCOUNT NUMBER  
1-ZA121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
\*\*\*\*\*4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			12,180.64
10/04		1,050,000	87624	U S TREASURY BILL DUE 1/17/2008	98.880		1,038,240.00
10/04				CHECK	CW	32,644.64	
10/04				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 10/04/07	DIV		22.55
10/04		25,855	87275	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		25,855.00
10/04	1,000,000		87848	U S TREASURY BILL DUE 11/29/2007	99.414	994,140.00	
10/04	37,333		88187	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	37,333.00	
10/25				GENERAL ELECTRIC CO DIV 9/24/07 10/25/07	DIV		533.40
10/31	533		5548	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	533.00	
				NEW BALANCE			12,180.95
	37,866			SECURITY POSITIONS FIDELITY SPARTAN U S TREASURY MONEY MARKET	MKT PRICE 1		
				CONTINUED ON PAGE 2			

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				BALANCE FORWARD		11,114.49	
9/18	165		8439	APPLE INC	136.900	22,594.50	
9/18	750		11974	ORACLE CORPORATION	20.400	15,330.00	
9/18	285		12753	ABBOTT LABORATORIES	52.160	14,876.60	
9/18	300		16288	PEPSICO INC	69.700	20,922.00	
9/18	480		17066	AMERICAN INTL GROUP INC	64.710	31,079.80	
9/18	1,320		20602	PFIZER INC	24.170	31,956.40	
9/18	150		21380	BOEING CO	98.410	14,767.50	
9/18	585		24916	PROCTER & GAMBLE CO	67.200	39,335.00	
9/18	825		25694	BANK OF AMERICA	49.700	41,035.50	
9/18	225		29230	SCHLUMBERGER LTD	99.580	22,414.50	
9/18	930		30008	CITI GROUP INC	45.980	42,798.40	
9/18	1,155		33544	AT&T INC	40.070	46,326.85	
9/18	585		34322	COMCAST CORP	25.210	14,770.85	
				CL A			
9/18	195		37858	UNITED PARCEL SVC INC	74.190	14,474.05	
				CLASS B			
9/18	300		38636	CONOCOPHILIPS	85	25,512.00	
9/18	180		42172	UNITED TECHNOLOGIES CORP	74.810	13,472.80	
9/18	1,155		42950	CISCO SYSTEMS INC	31.640	36,590.20	
9/18	540		46486	VERIZON COMMUNICATIONS	42.130	22,771.20	
9/18	405		47264	CHEVRON CORP	89.650	36,324.25	
9/18	360		50800	WACHOVIA CORP NEW	49.300	17,762.00	
9/18	1,905		51578	GENERAL ELECTRIC CO	40.010	76,295.05	
				CONTINUED ON PAGE 2			

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9/18	630		55114	WELLS FARGO & CO NEW	35.700	22,516.00	
9/18	45		55892	GOOGLE	523.600	23,563.00	
9/18	450		59428	WAL-MART STORES INC	42.840	19,296.00	
9/18	75		60206	GOLDMAN SACHS GROUP INC	183.820	13,789.50	
9/18	1,050		63742	EXXON MOBIL CORP	87.770	92,200.50	
9/18	510		64520	HEWLETT PACKARD CO	48.470	24,739.70	
9/18	255		68834	INTERNATIONAL BUSINESS MACHS	116	29,590.00	
9/18	1,110		73148	INTEL CORP	25.310	28,138.10	
9/18	540		77462	JOHNSON & JOHNSON	62.640	33,846.60	
9/18	645		81775	J.P. MORGAN CHASE & CO	44.420	28,675.90	
9/18	375		86089	COCA COLA CO	55.710	20,906.25	
9/18	405		90403	ALTRIA GROUP INC	67.090	27,187.45	
9/18	405		94717	MERCK & CO	49.820	20,193.10	
9/18	1,575		99031	MICROSOFT CORP	29.010	45,753.75	
9/18		1,050,000	68087	U S TREASURY BILL DUE 12/13/2007	99.070		1,040,235.00
9/18				12/13/2007 FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 09/18/07	DIV		28.81
9/18		5,118	73923	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		5,118.00
9/18	18,797		78374	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	18,797.00	
9/26		405	1912	MERCK & CO	51.880		20,995.40

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9/26		1,575	6226	MICROSOFT CORP	28.670		45,092.25
9/26		750	14854	ORACLE CORPORATION	21.650		16,207.50
9/26		165	15633	APPLE INC	141.530		23,346.45
9/26		300	19168	PEPSICO INC	71.680		21,492.00
9/26		285	19947	ABBOTT LABORATORIES	54.220		15,441.70
9/26		1,320	23482	PFIZER INC	24.770		32,644.40
9/26		480	24260	AMERICAN INTL GROUP INC	67.830		32,539.40
9/26		585	27796	PROCTER & GAMBLE CO	69.740		40,774.90
9/26		150	28574	BOEING CO	102.350		15,346.50
9/26		225	32110	SCHLUMBERGER LTD	108.400		24,381.00
9/26		825	32888	BANK OF AMERICA	51.260		42,256.50
9/26		1,155	36424	AT&T INC	42.620		49,180.10
9/26		930	37202	CITI GROUP INC	47.630		44,258.90
9/26		195	40738	UNITED PARCEL SVC INC CLASS B	76.100		14,832.50
9/26		585	41516	COMCAST CORP CL A	23.880		13,946.80
9/26		180	45052	UNITED TECHNOLOGIES CORP	79.510		14,304.80
9/26		300	45830	CONOCOPHILIPS	89.530		26,847.00
9/26		540	49366	VERIZON COMMUNICATIONS	44.390		23,949.60
9/26		1,155	50144	CISCO SYSTEMS INC	32.470		37,456.85
9/26		360	53680	WACHOVIA CORP NEW	51.600		18,562.00
9/26		405	54458	CHEVRON CORP	95.080		38,491.40
9/26		630	57994	WELLS FARGO & CO NEW	36.820		23,171.60
9/26		1,905	58772	GENERAL ELECTRIC CO	41.670		79,305.35
				CONTINUED ON PAGE 4			

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9/26		450	62308	WAL-MART STORES INC	44.710		20,101.50
9/26		45	63086	GOOGLE	557.200		25,073.00
9/26		1,050	66622	EXXON MOBIL CORP	93.270		97,891.50
9/26		75	67400	GOLDMAN SACHS GROUP INC	206.560		15,489.00
9/26		510	71714	HEWLETT PACKARD CO	50.580		25,775.80
9/26		255	76028	INTERNATIONAL BUSINESS MACHS	117.900		30,054.50
9/26		1,110	80342	INTEL CORP	26		28,816.00
9/26		540	84656	JOHNSON & JOHNSON	65.340		35,262.60
9/26		645	88969	J.P. MORGAN CHASE & CO	47.430		30,567.35
9/26		375	93283	COCA COLA CO	56.700		21,247.50
9/26		405	97597	ALTRIA GROUP INC	69.410		28,095.05
9/26				FIDELITY SPARTAN	DIV		16.42
				U S TREASURY MONEY MARKET			
				DIV 09/26/07			
9/26		18,797	73155	FIDELITY SPARTAN	1		18,797.00
				U S TREASURY MONEY MARKET			
9/26	1,050,000		77691	U S TREASURY BILL	98.823	1,037,641.50	
				DUE 1/17/2008			
				1/17/2008			
9/26	25,855		82882	FIDELITY SPARTAN	1	25,855.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE			12,180.64
				SECURITY POSITIONS	MKT PRICE		
	25,855			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
				CONTINUED ON PAGE 5			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	1,050,000			U S TREASURY BILL DUE 1/17/2008 1/17/2008  MARKET VALUE OF SECURITIES LONG SHORT 1,063,717.00	98.844		

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				<b>YEAR-TO-DATE SUMMARY</b>			
				<b>DIVIDENDS</b>			<b>9,108.07</b>
				<b>GROSS PROCEEDS FROM SALES</b>			<b>7,762,140.00</b>

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				BALANCE FORWARD			11,115.00
9/18		15	3346	S & P 100 INDEX	9.200		13,785.00
9/18	15		7660	SEPTEMBER 695 CALL	5.700	8,565.00	
9/26	15		10540	S & P 100 INDEX	19	28,515.00	
9/26		15		SEPTEMBER 695 CALL			
				S & P 100 INDEX	DELV		
				SEPTEMBER 685 PUT			
				EXPIRED WORTHLESS			
				NEW BALANCE		12,180.00	

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				BALANCE FORWARD		11,114.49	
				NEW BALANCE		11,114.49	
	5,118			SECURITY POSITIONS	MKT PRICE		
	1,050,000			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET	98.833		
				U S TREASURY BILL			
				DUE 12/13/2007			
				12/13/2007			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,042,864.50			

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				<b>YEAR-TO-DATE SUMMARY</b>			
				<b>DIVIDENDS</b>			<b>9,062.84</b>
				<b>GROSS PROCEEDS FROM SALES</b>			<b>5,648,706.30</b>

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				BALANCE FORWARD			11,115.00
				NEW BALANCE			11,115.00

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				BALANCE FORWARD		11,114.70	
7/02				COCA COLA CO	DIV		127.50
7/02				DIV 6/15/07 7/01/07			
				MERCK & CO	DIV		153.90
7/05				DIV 6/08/07 7/02/07			
				HEWLETT PACKARD CO	DIV		40.80
7/06				DIV 6/13/07 7/05/07			
7/06				CHECK	CW	30,869.30	
7/06				FIDELITY SPARTAN	DIV		36.60
				U S TREASURY MONEY MARKET			
7/06				DIV 07/06/07			
				SCHLUMBERGER LTD	DIV		39.38
7/06		42,321	16106	DIV 6/06/07 7/06/07			
				FIDELITY SPARTAN	1		42,321.00
7/06	11,488		16861	U S TREASURY MONEY MARKET			
				FIDELITY SPARTAN	1	11,488.00	
				U S TREASURY MONEY MARKET			
7/10				ALTRIA GROUP INC	DIV		269.10
7/25				DIV 6/15/07 7/10/07			
				GENERAL ELECTRIC CO	DIV		546.00
7/31				DIV 6/25/07 7/25/07			
				FIDELITY SPARTAN	DIV		35.48
				U S TREASURY MONEY MARKET			
				DIV 07/31/07			
				CONTINUED ON PAGE 2			

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**JOSEPH S POPKIN REVOCABLE TST**

**6010 LINDEN CIRCLE  
TAMARAC FL 33319**

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YOUR ACCOUNT NUMBER

**1-ZA121-3-0**

YOUR TAX PAYER IDENTIFICATION NUMBER

**\*\*\*\*\*4577**

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
7/31		11,488	23142	FIDELITY SPARTAN	1		11,488.00
7/31		1,000,000	27652	U S TREASURY MONEY MARKET	99.878		998,780.00
				U S TREASURY BILL			
				DUE 8/9/2007			
				8/09/2007			
7/31		25,000	31147	U S TREASURY BILL	99.413		24,853.25
				DUE 9/13/2007			
				9/13/2007			
7/31	1,050,000		35155	U S TREASURY BILL	98.211	1,031,215.50	
				DUE 12/13/2007			
				12/13/2007			
7/31	3,941		39524	FIDELITY SPARTAN	1	3,941.00	
				U S TREASURY MONEY MARKET			
7/31	1,177		44304	FIDELITY SPARTAN	1	1,177.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE		11,114.49	
				SECURITY POSITIONS	MKT PRICE		
				FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
				U S TREASURY BILL	98.223		
				DUE 12/13/2007			
				12/13/2007			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,036,459.50			

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				<b>YEAR-TO-DATE SUMMARY</b>			
				<b>DIVIDENDS</b>			<b>9,062.84</b>
				<b>GROSS PROCEEDS FROM SALES</b>			<b>5,648,706.30</b>

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				BALANCE FORWARD			11,115.00
				NEW BALANCE			11,115.00

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				BALANCE FORWARD		15,404.96	
6/01				CONDOPHILIPS	DIV		129.15
6/01				DIV 5/21/07 6/01/07			
6/01				INTEL CORP	DIV		123.19
6/01				DIV 5/07/07 6/01/07			
6/01				WELLS FARGO & CO NEW	DIV		180.60
6/04				DIV 5/04/07 6/01/07			
6/04				WAL-MART STORES INC	DIV		102.30
6/05				DIV 5/18/07 6/04/07			
6/05				PFIZER INC	DIV		391.50
6/11				DIV 5/11/07 6/05/07			
6/11				CHEVRON CORP	DIV		234.90
6/11				DIV 5/18/07 6/11/07			
6/11				EXXON MOBIL CORP	DIV		378.00
6/11				DIV 5/14/07 6/11/07			
6/11				INTERNATIONAL BUSINESS MACHS	DIV		114.00
6/12				DIV 5/10/07 6/09/07			
6/12				JOHNSON & JOHNSON	DIV		224.10
6/14				DIV 5/29/07 6/12/07			
6/14				MICROSOFT CORP	DIV		165.00
6/15		25,000	91014	DIV 5/17/07 6/14/07			
6/15				U S TREASURY BILL	99.305		24,826.25
				DUE 8/9/2007			
				8/09/2007			
				CONTINUED ON PAGE 2			

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6/15	25,000		99542	U S TREASURY BILL DUE 9/13/2007	98.865	24,716.25	
				9/13/2007			
6/15				FIDELITY SPARTAN	DIV		40.46
				U S TREASURY MONEY MARKET			
6/15				DIV 06/15/07			
				AMERICAN INTL GROUP INC	DIV		81.68
6/15				DIV 6/01/07 6/15/07			
				WACHOVIA CORP NEW	DIV		201.60
6/15	20,076		3777	DIV 5/31/07 6/15/07			
				FIDELITY SPARTAN	1	20,076.00	
6/15		21,486	95456	U S TREASURY MONEY MARKET			
				FIDELITY SPARTAN	1		21,486.00
6/21				U S TREASURY MONEY MARKET			
				HOME DEPOT INC	DIV		87.75
6/22				DIV 6/07/07 6/21/07			
				BANK OF AMERICA	DIV		478.80
6/26		540	1587	DIV 6/01/07 6/22/07			
				JOHNSON & JOHNSON	62.100		33,513.00
6/26		660	5863				
				J.P. MORGAN CHASE & CO	49.700		32,776.00
6/26		375	10140				
				COCA COLA CO	52.090		19,518.75
6/26		165	14390				
				MERRILL LYNCH & CO INC	87.600		14,448.00
6/26		390	18660				
				ALTRIA GROUP INC	68.700		26,778.00
6/26		405	22937				
				MERCK & CO	49.430		20,003.15
6/26		210	27214				
				MORGAN STANLEY	87.640		18,396.40
				CONTINUED ON PAGE 3			

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6/26		1,650	31491	MICROSOFT CORP	30.200		49,764.00
6/26		300	37510	ABBOTT LABORATORIES	54.160		16,236.00
6/26		495	41786	AMERICAN INTL GROUP INC	71.930		35,586.35
6/26		315	44322	PEPSICO INC	65.920		20,752.80
6/26		855	46063	BANK OF AMERICA	50.050		42,758.75
6/26		1,350	48599	PFIZER INC	25.800		34,776.00
6/26		930	50340	CITI GROUP INC	53.490		49,708.70
6/26		600	52876	PROCTER & GAMBLE CO	62.200		37,296.00
6/26		600	54608	COMCAST CORP	28.380		17,004.00
6/26		225	57153	CL A			
6/26		315	58885	SCHLUMBERGER LTD	85.630		19,257.75
6/26		1,185	61430	CONOCOPHILIPS	79.720		25,099.80
6/26		1,155	63162	AT&T INC	39.770		47,080.45
6/26		555	65707	CISCO SYSTEMS INC	27.240		31,416.20
6/26		405	67439	VERIZON COMMUNICATIONS	42.570		23,604.35
6/26		360	69984	CHEVRON CORP	82.660		33,461.30
6/26		1,950	71716	WACHOVIA CORP NEW	53.300		19,174.00
6/26		645	74261	GENERAL ELECTRIC CO	38.890		75,757.50
6/26		45	75993	WELLS FARGO & CO NEW	35.680		22,988.60
6/26		465	78538	GOOGLE	513.770		23,118.65
6/26		75	80270	WAL-MART STORES INC	48.660		22,608.90
6/26		1,080	82815	GOLDMAN SACHS GROUP INC	225.860		16,936.50
6/26		390	84490	EXXON MOBIL CORP	84.400		91,109.00
6/26		510	88755	HOME DEPOT INC	40.060		15,608.40
6/26				HEWLETT PACKARD CO	45.430		23,149.30
				CONTINUED ON PAGE 4			

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6/26		285	93032	INTERNATIONAL BUSINESS MACHS	106.630		30,378.55
6/26		1,095	97309	INTEL CORP	24.210		26,466.95
6/26	1,000,000		88928	U S TREASURY BILL DUE 8/9/2007	99.461	994,610.00	
6/26	19,192		93206	8/09/2007 FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	19,192.00	
6/29				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 06/29/07	DIV		42.00
6/29				PEPSICO INC DIV 6/08/07 6/29/07	DIV		118.13
6/29	42,321		2823	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	42,321.00	
6/29		42,321	7483	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		42,321.00
6/29	42,321		12780	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	42,321.00	
6/29		39,268	97962	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		39,268.00
				NEW BALANCE		11,114.70	
	42,321			SECURITY POSITIONS FIDELITY SPARTAN U S TREASURY MONEY MARKET	MKT PRICE 1		
				CONTINUED ON PAGE 5			

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				BALANCE FORWARD			15,405.00
6/15	15		73416	S & P 100 INDEX JUNE 695 CALL	2.400	3,615.00	
6/15		15	77880	S & P 100 INDEX JUNE 685 PUT	2.600		3,885.00
6/15	15		82344	S & P 100 INDEX JULY 690 PUT	10	15,015.00	
6/15		15	86808	S & P 100 INDEX JULY 700 CALL	8.800		13,185.00
6/26		15	35768	S & P 100 INDEX JULY 690 PUT	7.400		11,085.00
6/26	15		40045	S & P 100 INDEX JULY 700 CALL	9.200	13,815.00	
				NEW BALANCE			11,115.00

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				BALANCE FORWARD		<b>27,989.12</b>	
5/15				PROCTER & GAMBLE CO	DIV		<b>210.00</b>
5/21		720	35184	DIV 4/27/07 5/15/07			
5/21		195	39443	TIME WARNER INC	21.410		<b>15,387.20</b>
5/21				UNITED PARCEL SVC INC	70.700		<b>13,779.50</b>
5/21				CLASS B			
				FIDELITY SPARTAN	DIV		<b>98.09</b>
5/21		28,722	44258	U S TREASURY MONEY MARKET			
				DIV 05/21/07	1		<b>28,722.00</b>
5/21	25,000		48456	FIDELITY SPARTAN			
				U S TREASURY MONEY MARKET			
5/21				U S TREASURY BILL	98.956	<b>24,739.00</b>	
				DUE 8/9/2007			
5/21	20,663		52761	8/09/2007	1	<b>20,663.00</b>	
5/23				FIDELITY SPARTAN			
				U S TREASURY MONEY MARKET			
5/24				MERRILL LYNCH & CO INC	DIV		<b>57.75</b>
5/25				DIV 5/08/07 5/23/07			
5/31				GOLDMAN SACHS GROUP INC	DIV		<b>26.25</b>
				DIV 4/24/07 5/24/07			
				CITI GROUP INC	DIV		<b>502.20</b>
				DIV 5/07/07 5/25/07			
				FIDELITY SPARTAN	DIV		<b>26.17</b>
				U S TREASURY MONEY MARKET			
				DIV 05/31/07			
				CONTINUED ON PAGE 2			

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5/31		20,663	62162	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		20,663.00
5/31	21,486		68390	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	21,486.00	
				NEW BALANCE		15,404.96	
				SECURITY POSITIONS	MKT PRICE		
	1,185			AT&T INC	41.340		
	300			ABBOTT LABORATORIES	56.350		
	390			ALTRIA GROUP INC	71.100		
	495			AMERICAN INTL GROUP INC	72.340		
	855			BANK OF AMERICA	50.710		
	405			CHEVRON CORP	81.490		
	1,155			CISCO SYSTEMS INC	26.920		
	930			CITI GROUP INC	54.490		
	375			COCA COLA CO	52.990		
	600			COMCAST CORP	27.410		
				CL A			
	315			CONOCOPHILIPS	77.430		
	1,080			EXXON MOBIL CORP	83.170		
	1,950			GENERAL ELECTRIC CO	37.580		
	75			GOLDMAN SACHS GROUP INC	230.820		
	45			GOOGLE	497.750		
	510			HEWLETT PACKARD CO	45.710		
				CONTINUED ON PAGE 3			

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	390			HOME DEPOT INC	38.870		
	1,095			INTEL CORP	22.170		
	285			INTERNATIONAL BUSINESS MACHS	106.600		
	660			J.P. MORGAN CHASE & CO	51.830		
	540			JOHNSON & JOHNSON	63.270		
	405			MERCK & CO	52.450		
	165			MERRILL LYNCH & CO INC	92.730		
	1,650			MICROSOFT CORP	30.670		
	210			MORGAN STANLEY	85.040		
	315			PEPSICO INC	68.330		
	1,350			PFIZER INC	27.490		
	600			PROCTER & GAMBLE CO	63.550		
	225			SCHLUMBERGER LTD	77.870		
	21,486			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	25,000			U S TREASURY BILL	99.100		
				DUE 8/9/2007			
				8/09/2007			
	555			VERIZON COMMUNICATIONS	43.530		
	360			WACHOVIA CORP NEW	54.190		
	465			WAL-MART STORES INC	47.600		
	645			WELLS FARGO & CO NEW	36.090		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,067,217.10			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			27,990.00
5/21	15		17292	S & P 100 INDEX MAY 680 CALL	11.300	16,965.00	
5/21		15	21767	S & P 100 INDEX JUNE 695 CALL	9		13,485.00
5/21		15	26242	S & P 100 INDEX MAY 670 PUT	.250		360.00
5/21	15		30717	S & P 100 INDEX JUNE 685 PUT	6.300	9,465.00	
				NEW BALANCE			15,405.00
		15		SECURITY POSITIONS S & P 100 INDEX JUNE 695 CALL S & P 100 INDEX JUNE 685 PUT	MKT PRICE 12.500 1.650		
	15			MARKET VALUE OF SECURITIES LONG 2,475.00			
				SHORT 18,750.00-			

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				BALANCE FORWARD		29,369.57	
4/02				COCA COLA CO	DIV		127.50
4/02				DIV 3/15/07 4/01/07	DIV		153.90
4/02				MERCK & CO	DIV		99.00
4/02				DIV 3/09/07 4/02/07	DIV		
4/04				WAL-MART STORES INC	DIV		
4/04				DIV 3/16/07 4/02/07	DIV		
4/04				CHECK	CW	23,437.43	
4/04				FIDELITY SPARTAN	DIV		100.03
4/04				U S TREASURY MONEY MARKET			
4/04				DIV 04/04/07			
4/04				HEWLETT PACKARD CO	DIV		40.80
4/04		64,810	95019	DIV 3/14/07 4/04/07	1		64,810.00
4/04	25,000		96273	FIDELITY SPARTAN			
4/04				U S TREASURY MONEY MARKET			
4/04				U S TREASURY BILL	99.127	24,781.75	
4/04				DUE 06/07/2007			
4/04	16,691		97272	6/07/2007	1	16,691.00	
4/10				FIDELITY SPARTAN			
4/10				U S TREASURY MONEY MARKET			
4/10				ALTRIA GROUP INC	DIV		335.40
4/24	165		2525	DIV 3/15/07 4/10/07			
4/24	390		6819	MERRILL LYNCH & CO INC	90.140	14,879.10	
4/24				ALTRIA GROUP INC	70.020	27,322.80	
				CONTINUED ON PAGE 2			

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4/24	405		11113	MERCK & CO	49.660	20,128.30	
4/24	210		15407	MORGAN STANLEY	81.120	17,043.20	
4/24	1,650		19701	MICROSOFT CORP	28.300	46,761.00	
4/24	300		25234	ABBOTT LABORATORIES	57.070	17,133.00	
4/24	495		29527	AMERICAN INTL GROUP INC	68.200	33,778.00	
4/24	315		32583	PEPSICO INC	65.590	20,672.85	
4/24	855		33821	BANK OF AMERICA	50.930	43,579.15	
4/24	1,350		36877	PFIZER INC	26.650	36,031.50	
4/24	930		38115	CITI GROUP INC	52.770	49,113.10	
4/24	600		41171	PROCTER & GAMBLE CO	63.560	38,160.00	
4/24	600		42409	COMCAST CORP	27.480	16,512.00	
				CL A			
4/24	225		45465	SCHLUMBERGER LTD	73.610	16,571.25	
4/24	315		46703	CONOCOPHILIPS	69.070	21,769.05	
4/24	1,185		49759	AT&T INC	38.970	46,226.45	
4/24	1,155		50997	CISCO SYSTEMS INC	26.530	30,688.15	
4/24	720		54053	TIME WARNER INC	20.730	14,953.60	
4/24	405		55291	CHEVRON CORP	76.880	31,152.40	
4/24	195		58347	UNITED PARCEL SVC INC	71.120	13,875.40	
				CLASS B			
4/24	1,950		59585	GENERAL ELECTRIC CO	34.950	68,230.50	
4/24	555		62641	VERIZON COMMUNICATIONS	37.270	20,706.85	
4/24	45		63879	GOOGLE	473.400	21,304.00	
4/24	360		66935	WACHOVIA CORP NEW	55.430	19,968.80	
4/24	75		68173	GOLDMAN SACHS GROUP INC	215.030	16,130.25	
				CONTINUED ON PAGE 3			

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4/24	645		71229	WELLS FARGO & CO NEW	35.710	23,057.95	
4/24	390		72467	HOME DEPOT INC	38.600	15,069.00	
4/24	465		75523	WAL-MART STORES INC	47.690	22,193.85	
4/24	510		76761	HEWLETT PACKARD CO	40.980	20,919.80	
4/24	1,080		79817	EXXON MOBIL CORP	77.670	83,926.60	
4/24	285		81055	INTERNATIONAL BUSINESS MACHS	94.200	26,858.00	
4/24	1,095		85349	INTEL CORP	21.180	23,235.10	
4/24	540		89643	JOHNSON & JOHNSON	64.360	34,775.40	
4/24	660		93936	J.P. MORGAN CHASE & CO	51.450	33,983.00	
4/24	375		98230	COCA COLA CO	51.370	19,278.75	
4/24		25,000	86031	U S TREASURY BILL DUE 06/07/2007	99.411		24,852.75
4/24		1,000,000	88992	U S TREASURY BILL DUE 6/14/2007	99.321		993,210.00
4/24				6/14/2007 FIDELITY SPARTAN	DIV		42.80
4/24	27,428		4123	U S TREASURY MONEY MARKET DIV 04/24/07	1	27,428.00	
4/24		16,691	84127	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		16,691.00
4/25				GENERAL ELECTRIC CO DIV 2/26/07 4/25/07	DIV		537.60
				CONTINUED ON PAGE 4			

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4/30	1,294		11625	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	1,294.00	
				NEW BALANCE		27,989.12	
	1,185			SECURITY POSITIONS	MKT PRICE		
	300			AT&T INC	38.720		
	390			ABBOTT LABORATORIES	56.620		
	495			ALTRIA GROUP INC	68.920		
	855			AMERICAN INTL GROUP INC	69.910		
	405			BANK OF AMERICA	50.900		
	1,155			CHEVRON CORP	77.790		
	930			CISCO SYSTEMS INC	26.740		
	375			CITI GROUP INC	53.620		
	600			COCA COLA CO	52.190		
				COMCAST CORP	26.660		
	315			CL A			
	1,080			CONOCOPHILIPS	69.350		
	1,950			EXXON MOBIL CORP	79.380		
	75			GENERAL ELECTRIC CO	36.860		
	45			GOLDMAN SACHS GROUP INC	218.610		
	510			GOOGLE	471.380		
	390			HEWLETT PACKARD CO	42.140		
	1,095			HOME DEPOT INC	37.870		
				INTEL CORP	21.500		
				CONTINUED ON PAGE 5			

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	285			INTERNATIONAL BUSINESS MACHS	102.210		
	660			J.P. MORGAN CHASE & CO	52.100		
	540			JOHNSON & JOHNSON	64.220		
	405			MERCK & CO	51.440		
	165			MERRILL LYNCH & CO INC	90.230		
	1,650			MICROSOFT CORP	29.940		
	210			MORGAN STANLEY	84.010		
	315			PEPSICO INC	66.090		
	1,350			PFIZER INC	26.460		
	600			PROCTER & GAMBLE CO	64.310		
	225			SCHLUMBERGER LTD	73.830		
	28,722			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	720			TIME WARNER INC	20.630		
	195			UNITED PARCEL SVC INC	70.430		
				CLASS B			
	555			VERIZON COMMUNICATIONS	38.180		
	360			WACHOVIA CORP NEW	55.540		
	465			WAL-MART STORES INC	47.920		
	645			WELLS FARGO & CO NEW	35.890		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,049,181.75			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			3,800.46
				GROSS PROCEEDS FROM SALES			3,554,548.00

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				BALANCE FORWARD			29,370.00
4/24		15	23995	S & P 100 INDEX	5.100		7,635.00
4/24	15		28289	MAY 680 CALL			
				S & P 100 INDEX	6	9,015.00	
				MAY 670 PUT			
				NEW BALANCE			27,990.00
		15		SECURITY POSITIONS	MKT PRICE		
				S & P 100 INDEX	8.300		
	15			MAY 680 CALL			
				S & P 100 INDEX	3.600		
				MAY 670 PUT			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				5,400.00			12,450.00-

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				BALANCE FORWARD			3,810.53
3/01				CONDOPHILIPS	DIV		123.00
3/06				DIV 2/20/07 3/01/07 UNITED PARCEL SVC INC CLASS B	DIV		81.90
3/09				DIV 2/20/07 3/06/07 FIDELITY SPARTAN	DIV		51.96
3/09		44,569	20510	U S TREASURY MONEY MARKET DIV 03/09/07 FIDELITY SPARTAN	1		44,569.00
3/09	50,000		26136	U S TREASURY MONEY MARKET U S TREASURY BILL DUE 6/14/2007	98.669	49,334.50	
3/09	32,306		30282	6/14/2007 FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	32,306.00	
3/12				CHEVRON CORP	DIV		210.60
3/12	8,910		35598	DIV 2/16/07 3/12/07 FIDELITY SPARTAN	1	8,910.00	
3/13				U S TREASURY MONEY MARKET JOHNSON & JOHNSON	DIV		202.50
3/15				DIV 2/27/07 3/13/07 TIME WARNER INC	DIV		41.25
				DIV 2/28/07 3/15/07			
				CONTINUED ON PAGE 2			

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3/15				WACHOVIA CORP NEW	DIV		201.60
3/16				DIV 2/28/07 3/15/07			
				AMERICAN INTL GROUP INC	DIV		79.20
3/19	5,940		76347	DIV 3/02/07 3/16/07			
				FIDELITY SPARTAN	1	5,940.00	
3/20				U S TREASURY MONEY MARKET			
				FIDELITY SPARTAN	DIV		55.86
				U S TREASURY MONEY MARKET			
3/20		47,156	81091	DIV 03/20/07			
				FIDELITY SPARTAN	1		47,156.00
3/20	43,102		87758	U S TREASURY MONEY MARKET			
				FIDELITY SPARTAN	1	43,102.00	
				U S TREASURY MONEY MARKET			
3/22				HOME DEPOT INC	DIV		84.38
3/23				DIV 3/08/07 3/22/07			
				BANK OF AMERICA	DIV		470.40
				DIV 3/02/07 3/23/07			
3/29		165	2512	MERRILL LYNCH & CO INC	85.910		14,169.15
3/29		390	6782	ALTRIA GROUP INC	85.570		33,357.30
3/29		405	11071	MERCK & CO	44.380		17,957.90
3/29		195	15360	MORGAN STANLEY	81.420		15,869.90
3/29		1,605	19649	MICROSOFT CORP	27.920		44,747.60
3/29		285	21134	ABBOTT LABORATORIES	56.120		15,983.20
3/29		480	25403	AMERICAN INTL GROUP INC	68.250		32,745.80
3/29		210	29655	AMGEN INC	58.210		12,216.10
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3/29		300	32516	PEPSICO INC	63.930		19,167.00
3/29		840	33925	BANK OF AMERICA	51.630		43,336.20
3/29		1,335	36805	PFIZER INC	25.670		34,216.45
3/29		915	38214	CITI GROUP INC	51.930		47,479.95
3/29		585	41094	PROCTER & GAMBLE CO	63.620		37,194.70
3/29		585	42503	COMCAST CORP	26.440		15,444.40
				CL A			
3/29		1,170	45383	AT&T INC	39.100		45,701.00
3/29		300	46792	CONOCOPHILIPS	69.770		20,919.00
3/29		750	49672	TIME WARNER INC	19.960		14,940.00
3/29		1,125	51081	CISCO SYSTEMS INC	26.230		29,463.75
3/29		195	53771	UNITED PARCEL SVC INC	71.200		13,877.00
				CLASS B			
3/29		405	55370	CHEVRON CORP	74.200		30,035.00
3/29		540	58027	VERIZON COMMUNICATIONS	37.970		20,482.80
3/29		1,920	59659	GENERAL ELECTRIC CO	35.780		68,621.60
3/29		360	62316	WACHOVIA CORP NEW	56.720		20,405.20
3/29		45	63948	GOOGLE	460.800		20,735.00
3/29		630	66605	WELLS FARGO & CO NEW	34.970		22,006.10
3/29		75	68237	GOLDMAN SACHS GROUP INC	212		15,897.00
3/29		450	70894	WAL-MART STORES INC	47.860		21,519.00
3/29		375	72526	HOME DEPOT INC	38.200		14,310.00
3/29		1,080	75183	EXXON MOBIL CORP	75.600		81,605.00
3/29		510	76815	HEWLETT PACKARD CO	40.400		20,584.00
3/29		285	81104	INTERNATIONAL BUSINESS MACHS	95.160		27,109.60
				CONTINUED ON PAGE 4			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
3/29		1,080	85393	INTEL CORP	19.260		20,757.80
3/29		540	89682	JOHNSON & JOHNSON	60.360		32,573.40
3/29		645	93970	J.P. MORGAN CHASE & CO	48.630		31,341.35
3/29		375	98259	COCA COLA CO	47.980		17,977.50
3/29	950,000		82907	U S TREASURY BILL DUE 6/14/2007	98.952	940,044.00	
3/29	20,123		87203	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	20,123.00	
3/30				PEPSICO INC DIV 3/09/07 3/30/07	DIV		90.00
3/30	1,585		93074	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	1,585.00	
				NEW BALANCE		29,369.57	
	64,810			SECURITY POSITIONS FIDELITY SPARTAN	MKT PRICE 1		
	1,000,000			U S TREASURY MONEY MARKET U S TREASURY BILL DUE 6/14/2007	98.970		
				6/14/2007			
				MARKET VALUE OF SECURITIES LONG SHORT			
				1,054,510.00			

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**BERNARD L. MADOFF**  
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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			2,363.43
				GROSS PROCEEDS FROM SALES			2,536,485.25

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		3,810.00	
3/09	15		1613	S & P 100 INDEX MARCH 630 PUT	5.300	7,965.00	
3/09		15	6091	S & P 100 INDEX MARCH 665 PUT	30		44,985.00
3/12		15	92656	S & P 100 INDEX MARCH 640 CALL	6		8,985.00
3/12	15		97134	S & P 100 INDEX MARCH 675 CALL	.050	75.00	
3/19	15		40100	S & P 100 INDEX MARCH 640 CALL	.600	915.00	
3/19		15	44578	S & P 100 INDEX APRIL 640 CALL	9.500		14,235.00
3/19		15	49056	S & P 100 INDEX MARCH 630 PUT	4.400		6,585.00
3/19	15		53534	S & P 100 INDEX APRIL 630 PUT	9.300	13,965.00	
3/20	15		58012	S & P 100 INDEX APRIL 640 CALL	9	13,515.00	
3/20		15	62490	S & P 100 INDEX APRIL 645 CALL	7.100		10,635.00
3/20		15	66968	S & P 100 INDEX APRIL 630 PUT	8.900		13,335.00
3/20	15		71446	S & P 100 INDEX APRIL 635 PUT	9.700	14,565.00	
				CONTINUED ON PAGE 2			

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				BALANCE FORWARD			.38
2/16	540		3032	JOHNSON & JOHNSON	65.380	35,326.20	
2/16	645		7322	J.P. MORGAN CHASE & CO	50.360	32,507.20	
2/16	375		11613	COCA COLA CO	48.120	18,060.00	
2/16	165		15904	MERRILL LYNCH & CO INC	91.160	15,047.40	
2/16	390		20195	ALTRIA GROUP INC	85.660	33,422.40	
2/16	405		24486	MERCK & CO	43.920	17,803.60	
2/16	195		28777	MORGAN STANLEY	80.330	15,671.35	
2/16	1,605		33068	MICROSOFT CORP	29	46,609.00	
2/16	285		34376	ABBOTT LABORATORIES	52.580	14,996.30	
2/16	480		38666	AMERICAN INTL GROUP INC	68.700	32,995.00	
2/16	210		42957	AMGEN INC	68.540	14,401.40	
2/16	300		45941	PEPSICO INC	63.690	19,119.00	
2/16	840		47248	BANK OF AMERICA	53.160	44,687.40	
2/16	1,335		50232	PFIZER INC	26.250	35,096.75	
2/16	915		51539	CITI GROUP INC	53.530	49,015.95	
2/16	585		54523	PROCTER & GAMBLE CO	64.100	37,521.50	
2/16	390		55830	COMCAST CORP	39.940	15,591.60	
				CL A			
2/16	1,170		58814	AT&T INC	36.890	43,207.30	
2/16	300		60121	CONOCOPHILIPS	66.240	19,884.00	
2/16	750		63105	TIME WARNER INC	21.190	15,922.50	
2/16	1,125		64412	CISCO SYSTEMS INC	27.510	30,993.75	
2/16	195		67396	UNITED PARCEL SVC INC	73.910	14,419.45	
				CLASS B			
				CONTINUED ON PAGE 2			

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2/16	405		68703	CHEVRON CORP	72.590	29,414.95	
2/16	540		71687	VERIZON COMMUNICATIONS	37.540	20,292.60	
2/16	1,920		72994	GENERAL ELECTRIC CO	35.700	68,620.00	
2/16	360		75978	WACHOVIA CORP NEW	57.530	20,724.80	
2/16	45		77285	GOOGLE	458.580	20,637.10	
2/16	630		80269	WELLS FARGO & CO NEW	35.610	22,459.30	
2/16	75		81576	GOLDMAN SACHS GROUP INC	211.430	15,860.25	
2/16	450		84560	WAL-MART STORES INC	47.790	21,523.50	
2/16	375		85867	HOME DEPOT INC	41.220	15,472.50	
2/16	1,080		88851	EXXON MOBIL CORP	74.660	80,675.80	
2/16	510		90158	HEWLETT PACKARD CO	42.110	21,496.10	
2/16	285		94449	INTERNATIONAL BUSINESS MACHS	98.520	28,089.20	
2/16	1,080		98740	INTEL CORP	20.770	22,474.60	
2/16		525,000	21204	U S TREASURY BILL DUE 4/5/2007	99.325		521,456.25
				4/05/2007			
2/16		500,000	24171	U S TREASURY BILL DUE 4/12/2007	99.232		496,160.00
				4/12/2007			
2/16	25,000		26823	U S TREASURY BILL DUE 4/19/2007	99.130	24,782.50	
				4/19/2007			
2/16				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 02/16/07	DIV		41.98
				CONTINUED ON PAGE 3			

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2/16		20,690	13282	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		20,690.00
2/16	21,426		31910	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	21,426.00	
2/22				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 02/22/07	DIV		16.29
2/22		21,426	66028	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		21,426.00
2/22		25,000	69243	U S TREASURY BILL DUE 4/19/2007	99.211		24,802.75
2/22	44,535		74849	4/19/2007 FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	44,535.00	
2/27	195			COMCAST CORP CL A	RECD		
2/28				DIV 2/26/07 2/27/07 FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 02/28/07	DIV		34.13
2/28		44,535	83155	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		44,535.00
2/28	44,569		87952	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	44,569.00	
				NEW BALANCE			3,810.53
	1,170			SECURITY POSITIONS AT&T INC	MKT PRICE 36.800		
				CONTINUED ON PAGE 4			

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	285			ABBOTT LABORATORIES	54.620		
	390			ALTRIA GROUP INC	84.280		
	480			AMERICAN INTL GROUP INC	67.100		
	210			AMGEN INC	64.260		
	840			BANK OF AMERICA	50.870		
	405			CHEVRON CORP	68.610		
	1,125			CISCO SYSTEMS INC	25.940		
	915			CITI GROUP INC	50.400		
	375			COCA COLA CO	46.680		
	585			COMCAST CORP	25.720		
				CL A			
	300			CONOCOPHILIPS	65.420		
	1,080			EXXON MOBIL CORP	71.680		
	1,920			GENERAL ELECTRIC CO	34.920		
	75			GOLDMAN SACHS GROUP INC	201.600		
	45			GOOGLE	449.450		
	510			HEWLETT PACKARD CO	39.380		
	375			HOME DEPOT INC	39.600		
	1,080			INTEL CORP	19.850		
	285			INTERNATIONAL BUSINESS MACHS	93.010		
	645			J.P. MORGAN CHASE & CO	49.400		
	540			JOHNSON & JOHNSON	63.050		
	405			MERCK & CO	44.160		
	165			MERRILL LYNCH & CO INC	83.680		
	1,605			MICROSOFT CORP	28.170		
				CONTINUED ON PAGE 5			

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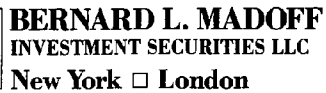
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	195			MORGAN STANLEY	74.920		
	300			PEPSICO INC	63.150		
	1,335			PFIZER INC	24.960		
	585			PROCTER & GAMBLE CO	63.490		
	44,569			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	750			TIME WARNER INC	20.350		
	195			UNITED PARCEL SVC INC	70.190		
				CLASS B			
	540			VERIZON COMMUNICATIONS	37.430		
	360			WACHOVIA CORP NEW	55.370		
	450			WAL-MART STORES INC	48.300		
	630			WELLS FARGO & CO NEW	34.700		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,001,966.20			

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				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			670.78
				GROSS PROCEEDS FROM SALES			1,561,738.50

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				NO BALANCE FORWARD			
2/16		15	37359	S & P 100 INDEX FEBRUARY 670 CALL	.400		600.00
2/16	15		41650	S & P 100 INDEX FEBRUARY 660 PUT	1.800	2,700.00	
2/22		15	37793	S & P 100 INDEX MARCH 675 CALL	3.800		5,685.00
2/22	15		42273	S & P 100 INDEX MARCH 665 PUT	4.600	6,915.00	
2/22	15		46753	S & P 100 INDEX FEBRUARY 670 CALL	.400	615.00	
2/22		15	51422	S & P 100 INDEX FEBRUARY 660 PUT	.100		135.00
				NEW BALANCE		3,810.00	
	15			SECURITY POSITIONS S & P 100 INDEX MARCH 675 CALL S & P 100 INDEX MARCH 665 PUT	MKT PRICE .250 21		
				MARKET VALUE OF SECURITIES LONG 31,500.00	SHORT 375.00-		

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				BALANCE FORWARD			.53
1/02				MERCK & CO	DIV		164.16
1/02				DIV 12/08/06 1/02/07			
1/02				PEPSICO INC	DIV		96.00
1/02				DIV 12/08/06 1/02/07			
1/02				WAL-MART STORES INC	DIV		80.40
1/03				DIV 12/15/06 1/02/07			
1/03				HEWLETT PACKARD CO	DIV		43.52
1/04				DIV 12/13/06 1/03/07			
1/04				UNITED PARCEL SVC INC	DIV		79.04
1/05				CLASS B			
1/05				DIV 11/27/06 1/04/07			
1/05				SCHLUMBERGER LTD	DIV		28.00
1/08				DIV 12/06/06 1/05/07			
1/09				CHECK	CW	27,412.03	
1/09				FIDELITY SPARTAN	DIV		30.68
1/09				U S TREASURY MONEY MARKET			
1/09				DIV 01/09/07			
1/09		21,809	10654	FIDELITY SPARTAN	1		21,809.00
1/09				U S TREASURY MONEY MARKET			
1/09		525,000	11554	U S TREASURY BILL	98.918		519,319.50
1/09				DUE 3/29/2007			
1/09	500,000		12274	3/29/2007			
1/09				U S TREASURY BILL	98.721	493,605.00	
1/09				DUE 4/12/2007			
1/09				4/12/2007			
				CONTINUED ON PAGE 2			

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1/09	20,142		13313	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	20,142.00	
1/31				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 01/31/07	DIV		56.58
1/31		20,142	20784	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		20,142.00
1/31	20,690		27549	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	20,690.00	
				NEW BALANCE			.38
	20,690			SECURITY POSITIONS FIDELITY SPARTAN	MKT PRICE 1		
	525,000			U S TREASURY MONEY MARKET U S TREASURY BILL DUE 4/5/2007	99.116		
	500,000			4/05/2007 U S TREASURY BILL DUE 4/12/2007 4/12/2007	99.020		
				MARKET VALUE OF SECURITIES LONG SHORT			
				1,036,149.00			

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# Proceeds From Broker and Barter Exchange Transactions

**For Recipient**

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

(keep for your records)

Department of the Treasury - Internal Revenue Service

☐ CORRECTED (if checked)

<b>PAYER'S name, street address, city, state, ZIP code, and telephone no.</b>  <b>BERNARD L. MADOFF</b> <b>885 THIRD AVE.</b> <b>NEW YORK, NY 10022</b>  <b>DIRECT INQUIRIES TO: 212 230-2470</b>		<b>1a Total ordinary dividends</b> \$ <b>11656.18</b>	OMB No. 1545-0110  <b>2007</b>	<b>Dividends and Distributions</b>
		<b>1b Qualified dividends</b> \$	Form <b>1099-DIV</b>	
		<b>2a Total capital gain distr.</b> \$	<b>2b Unrecap. Sec. 1250 gain</b> \$	
<b>PAYER'S federal identification number</b>  <b>13-1997126</b>	<b>RECIPIENT'S identification number</b>  <b>4577</b>			<b>Copy B For Recipient</b>
<b>RECIPIENT'S name, address, city, and ZIP code</b>  <b>JOSEPH S POPKIN REVOCABLE TST</b> <b>DTD 2/9/06 JOSEPH S POPKIN,</b> <b>ROBIN POPKIN LOGUE CO-TSTEEs</b> <b>6010 LINDEN CIRCLE</b> <b>TAMARAC FL 33319</b>		<b>2c Section 1202 gain</b> \$	<b>2d Collectibles (28%) gain</b> \$	
		<b>3 Nondividend distributions</b> \$	<b>4 Federal income tax withheld</b> \$	This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.
			<b>5 Investment expenses</b> \$	
		<b>6 Foreign tax paid</b> \$	<b>7 Foreign country or U.S. possession</b>	
		<b>8 Cash liquidation distributions</b> \$	<b>9 Noncash liquidation distributions</b> \$	
<b>Account number (see instructions)</b>  <b>1ZA121</b>				

Form **1099-DIV**

(keep for your records)

Department of the Treasury - Internal Revenue Service



**BERNARD L. MADOFF**  
INVESTMENT SECURITIES LLC  
New York ☐ London

212 230-2424  
800 334-1343  
Fax 212 838-4061

WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:

10/04/07

CW CHECK

32,644.64

CLIENT'S ACCOUNT NUMBER

JOSEPH S POPKIN REVOCABLE TST  
DTD 2/9/06 JOSEPH S POPKIN,  
ROBIN POPKIN LOGUE CO-TSTEEES  
6010 LINDEN CIRCLE  
TAMARAC FL 33319

1-7A121-3

**MEMO**





**BERNARD L. MADOFF**  
**INVESTMENT SECURITIES LLC**  
New York ☐ London

212 230-2424  
800 334-1343  
Fax 212 838-4061

**WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:**

**7/06/07**

**CW CHECK**

**30,869.30**

**JOSEPH S POPKIN REVOCABLE TST**

**CLIENT'S ACCOUNT NUMBER**

**1-ZA121-3**

**6010 LINDEN CIRCLE  
TAMARAC**

**FL 33319**

**MEMO**



**BERNARD L. MADOFF**  
**INVESTMENT SECURITIES LLC**  
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**WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:**

**1/08/07**

**CW CHECK**

**27,412.03**

**CLIENT'S ACCOUNT NUMBER**

**JOSEPH S POPKIN REVOCABLE TST**

**1-ZA121-3**

**6010 LINDEN CIRCLE  
TAMARAC**

**FL 33319**

**MEMO**



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WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:

4/04/07

**CW CHECK**

**23,437.43**

**JOSEPH S POPKIN REVOCABLE TST**

**CLIENT'S ACCOUNT NUMBER**

**1-ZA121-3**

**6010 LINDEN CIRCLE  
TAMARAC**

**FL 33319**

**NEMO**

THIS REPORT IS PROVIDED TO ASSIST YOU IN EVALUATING THE PERFORMANCE OF YOUR  
ACCOUNT AND SHOULD NOT BE USED FOR INCOME TAX PURPOSES.

JOSEPH S POPKIN REVOCABLE TST 1-ZA121-3

6010 LINDEN CIRCLE  
TAMARAC FL 33319

STARTING EQUITY FOR CURRENT YEAR	1,064,057.90CR
CAPITAL ADDITIONS	
CAPITAL WITHDRAWALS	137,157.11-
REALIZED P/L FOR CURRENT YEAR	131,584.24CR
UNREALIZED P/L ON OPEN SECURITY POSITIONS	
CURRENT CASH BALANCE	.53CR
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	1,058,484.50 NET LONG
TOTAL EQUITY	1,058,485.03CR

ANNUALIZED RETURN FOR CURRENT YEAR 13.32 %

## PORTFOLIO MANAGEMENT REPORT AS OF 9/30/06

THIS REPORT IS PROVIDED TO ASSIST YOU IN EVALUATING THE PERFORMANCE OF YOUR ACCOUNT AND SHOULD NOT BE USED FOR INCOME TAX PURPOSES.

JOSEPH S POPKIN REVOCABLE TST 1-ZA121-3

6010 LINDEN CIRCLE  
TAMARAC FL 33319

STARTING EQUITY FOR CURRENT YEAR	1,064,057.90CR	
CAPITAL ADDITIONS		
CAPITAL WITHDRAWALS	87,434.67-	
REALIZED P/L FOR CURRENT YEAR	103,531.71CR	
UNREALIZED P/L ON OPEN SECURITY POSITIONS	640.50CR	
CURRENT CASH BALANCE	.94CR	
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	1,080,794.50	NET LONG
TOTAL EQUITY	1,080,795.44CR	

ANNUALIZED RETURN FOR CURRENT YEAR 13.83 %

## PORTFOLIO MANAGEMENT REPORT AS OF 6/30/06

THIS REPORT IS PROVIDED TO ASSIST YOU IN EVALUATING THE PERFORMANCE OF YOUR ACCOUNT AND SHOULD NOT BE USED FOR INCOME TAX PURPOSES.

JOSEPH S POPKIN REVOCABLE TST 1-ZA121-3

6010 LINDEN CIRCLE  
TAMARAC FL 33319

STARTING EQUITY FOR CURRENT YEAR	1,064,057.90CR	
CAPITAL ADDITIONS		
CAPITAL WITHDRAWALS	58,804.67-	
REALIZED P/L FOR CURRENT YEAR	52,897.27CR	
UNREALIZED P/L ON OPEN SECURITY POSITIONS	1,552.50CR	
CURRENT CASH BALANCE	.75CR	
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	1,059,702.25	NET LONG
TOTAL EQUITY	1,059,703.00CR	
ANNUALIZED RETURN FOR CURRENT YEAR	10.76 %	

## PORTFOLIO MANAGEMENT REPORT AS OF 3/31/06

THIS REPORT IS PROVIDED TO ASSIST YOU IN EVALUATING THE PERFORMANCE OF YOUR ACCOUNT AND SHOULD NOT BE USED FOR INCOME TAX PURPOSES.

JOSEPH S POPKIN REVOCABLE TST 1-ZA121-3

6010 LINDEN CIRCLE  
TAMARAC FL 33319

STARTING EQUITY FOR CURRENT YEAR	1,064,057.90CR
CAPITAL ADDITIONS	
CAPITAL WITHDRAWALS	32,984.90-
REALIZED P/L FOR CURRENT YEAR	25,256.77CR
UNREALIZED P/L ON OPEN SECURITY POSITIONS	563.00CR
CURRENT CASH BALANCE	.77CR
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	1,056,892.00 NET LONG
TOTAL EQUITY	1,056,892.77CR

ANNUALIZED RETURN FOR CURRENT YEAR 10.12 %



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JOSEPH S POPKIN REVOCABLE TST

6010 LINDEN CIRCLE  
TAMARAC FL 33319

PERIOD ENDING  
12/31/06

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YOUR ACCOUNT NUMBER  
1-ZA121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		36,020.25	
12/01				INTEL CORP	DIV		113.60
12/01				DIV 11/07/06 12/01/06			
				WELLS FARGO & CO NEW	DIV		183.68
				DIV 11/03/06 12/01/06			
12/05				PFIZER INC	DIV		345.60
				DIV 11/10/06 12/05/06			
12/11				CHEVRON CORP	DIV		224.64
				DIV 11/17/06 12/11/06			
12/11				EXXON MOBIL CORP	DIV		373.76
				DIV 11/13/06 12/11/06			
12/11				INTERNATIONAL BUSINESS MACHS	DIV		91.20
				DIV 11/10/06 12/09/06			
12/11				UNITED TECHNOLOGIES CORP	DIV		50.88
				DIV 11/17/06 12/10/06			
12/12				JOHNSON & JOHNSON	DIV		216.00
				DIV 11/28/06 12/12/06			
12/14				HOME DEPOT INC	DIV		90.00
				DIV 11/30/06 12/14/06			
12/14				MICROSOFT CORP	DIV		169.60
				DIV 11/16/06 12/14/06			
12/15				AMERICAN INTL GROUP INC	DIV		84.48
				DIV 12/01/06 12/15/06			
12/15				COCA COLA CO	DIV		124.00
				DIV 12/01/06 12/15/06			
				CONTINUED ON PAGE 2			

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JOSEPH S POPKIN REVOCABLE TST

6010 LINDEN CIRCLE  
TAMARAC FL 33319

PERIOD ENDING  
12/31/06

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YOUR ACCOUNT NUMBER  
1-2A121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
12/15				TIME WARNER INC	DIV		44.00
12/15				DIV 11/30/06 12/15/06			
				WACHOVIA CORP NEW	DIV		215.04
				DIV 11/30/06 12/15/06			
12/21		624	936	PROCTER & GAMBLE CO	64.120		39,986.88
12/21		976	3186	CITI GROUP INC	54.580		53,231.08
12/21		224	5186	SCHLUMBERGER LTD	67		15,000.00
12/21		400	7436	COMCAST CORP	43.140		17,240.00
				CL A			
12/21		768	9436	AT&T INC	35.810		27,472.08
12/21		1,216	11686	CISCO SYSTEMS INC	27.730		33,671.68
12/21		800	13686	TIME WARNER INC	21.710		17,336.00
12/21		432	15936	CHEVRON CORP	75.110		32,430.52
12/21		208	17936	UNITED PARCEL SVC INC	76.630		15,931.04
				CLASS B			
12/21		2,032	20186	GENERAL ELECTRIC CO	37.630		76,383.16
12/21		192	22133	UNITED TECHNOLOGIES CORP	62.410		11,975.72
12/21		80	24436	GOLDMAN SACHS GROUP INC	201.700		16,133.00
12/21		384	26368	WACHOVIA CORP NEW	57.430		22,038.12
12/21		400	28686	HOME DEPOT INC	40.080		16,016.00
12/21		656	30618	WELLS FARGO & CO NEW	35.750		23,426.00
12/21		544	32936	HEWLETT PACKARD CO	40.020		21,749.88
12/21		480	34868	WAL-MART STORES INC	46.640		22,368.20
12/21		304	37186	INTERNATIONAL BUSINESS MACHS	95.800		29,111.20
12/21		1,168	39118	EXXON MOBIL CORP	76.800		89,656.40
CONTINUED ON PAGE 3							

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**JOSEPH S POPKIN REVOCABLE TST**

**6010 LINDEN CIRCLE  
TAMARAC FL 33319**

PERIOD ENDING  
**12/31/06**

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YOUR ACCOUNT NUMBER  
**1-ZA121-3-0**

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**\*\*\*\*\*4577**

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12/21		1,136	41436	INTEL CORP	21.100		23,924.60
12/21		576	45686	JOHNSON & JOHNSON	66.780		38,442.28
12/21		672	49935	J.P. MORGAN CHASE & CO	48.410		32,505.52
12/21		400	54185	COCA COLA CO	48.990		19,580.00
12/21		176	58435	MERRILL LYNCH & CO INC	91.960		16,177.96
12/21		416	62685	ALTRIA GROUP INC	85.910		35,722.56
12/21		432	66935	MERCK & CO	44		18,991.00
12/21		208	71185	MORGAN STANLEY	80.620		16,760.96
12/21		1,696	75435	MICROSOFT CORP	30.110		50,999.56
12/21		304	81982	ABBOTT LABORATORIES	48.170		14,631.68
12/21		512	86225	AMERICAN INTL GROUP INC	72.790		37,248.48
12/21		800	88185	ORACLE CORPORATION	18.050		14,408.00
12/21		224	90475	AMGEN INC	70.630		15,813.12
12/21		320	92435	PEPSICO INC	63.210		20,215.20
12/21		240	94691	AMERICAN EXPRESS COMPANY	62.270		14,935.80
12/21		1,440	96685	PFIZER INC	25.870		37,195.80
12/21		896	98935	BANK OF AMERICA	53.690		48,071.24
12/21	1,000,000		43507	U S TREASURY BILL DUE 3/01/2007	99.063	990,630.00	
12/21	32,455		47748	3/01/2007 FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	32,455.00	
12/22				BANK OF AMERICA DIV 12/01/06 12/22/06	DIV		501.76
12/29				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 12/29/06	DIV		57.82

CONTINUED ON PAGE 4



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JOSEPH S POPKIN REVOCABLE TST

6010 LINDEN CIRCLE  
TAMARAC FL 33319

PERIOD ENDING  
12/31/06

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YOUR ACCOUNT NUMBER  
1-ZA121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
\*\*\*\*\*4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
12/29				TRANS FROM 40 ACCT	JRNL		22,325.00
12/29	525,000		3709	U S TREASURY BILL DUE 4/5/2007	98.682	518,080.50	
				4/05/2007			
12/29	21,809		8390	FIDELITY SPARTAN	1	21,809.00	
				U S TREASURY MONEY MARKET			
12/29		39,147	85055	FIDELITY SPARTAN	1		39,147.00
				U S TREASURY MONEY MARKET			
12/29		1,025,000	90347	U S TREASURY BILL DUE 3/01/2007	99.166		1,016,451.50
				3/01/2007			
12/29	525,000		99237	U S TREASURY BILL DUE 3/29/2007	98.780	518,595.00	
				3/29/2007			
				NEW BALANCE			.53
	21,809			SECURITY POSITIONS	MKT PRICE		
				FIDELITY SPARTAN	1		
	525,000			U S TREASURY MONEY MARKET			
				U S TREASURY BILL	98.780		
				DUE 3/29/2007			
				3/29/2007			
	525,000			U S TREASURY BILL	98.682		
				DUE 4/5/2007			
				4/05/2007			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,058,484.50			

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



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**JOSEPH S POPKIN REVOCABLE TST**

**6010 LINDEN CIRCLE  
TAMARAC FL 33319**

PERIOD ENDING  
**12/31/06**

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**5**

YOUR ACCOUNT NUMBER  
**1-ZA121-3-0**

YOUR TAX PAYER IDENTIFICATION NUMBER  
**\*\*\*\*\*4577**

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				<b>YEAR-TO-DATE SUMMARY</b>			
				<b>DIVIDENDS</b>			<b>19,895.56</b>
				<b>GROSS PROCEEDS FROM SALES</b>			<b>10,978,980.75</b>

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JOSEPH S POPKIN REVOCABLE TST

6010 LINDEN CIRCLE  
TAMARAC FL 33319

PERIOD ENDING  
12/31/06

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1

YOUR ACCOUNT NUMBER  
1-ZA121-4-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
\*\*\*\*\*4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			36,021.00
12/18		16	64245	S & P 100 INDEX JANUARY 660 CALL	6.600		10,544.00
12/18	16		68683	S & P 100 INDEX DECEMBER 655 CALL	2.700	4,336.00	
12/18	16		73121	S & P 100 INDEX JANUARY 650 PUT	5	8,016.00	
12/18		16	77559	S & P 100 INDEX DECEMBER 645 PUT	.300		464.00
12/21	16		79685	S & P 100 INDEX JANUARY 660 CALL	10.500	16,816.00	
12/21		16	83935	S & P 100 INDEX JANUARY 650 PUT	2.800		4,464.00
12/29				TRANS TO 30 ACCT	JRNL	22,325.00	
				NEW BALANCE			

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JOSEPH S POPKIN REVOCABLE TST

6010 LINDEN CIRCLE  
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PERIOD ENDING  
**11/30/06**

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**1**

YOUR ACCOUNT NUMBER  
**1-7A121-3-0**

YOUR TAX PAYER IDENTIFICATION NUMBER  
**\*\*\*\*\*4577**

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		36,884.28	
11/20				FIDELITY SPARTAN	DIV		27.83
				U S TREASURY MONEY MARKET			
11/20	10,138		9390	DIV 11/20/06			
				FIDELITY SPARTAN	1	10,138.00	
				U S TREASURY MONEY MARKET			
11/20		10,974	99217	FIDELITY SPARTAN	1		10,974.00
				U S TREASURY MONEY MARKET			
11/21		576	13856	VERIZON COMMUNICATIONS	35.950		20,684.20
11/21	20,684		20634	FIDELITY SPARTAN	1	20,684.00	
				U S TREASURY MONEY MARKET			
11/22				CITI GROUP INC	DIV		478.24
				DIV 11/06/06 11/22/06			
11/22				MERRILL LYNCH & CO INC	DIV		44.00
				DIV 11/03/06 11/22/06			
11/27				FIDELITY SPARTAN	DIV		24.88
				U S TREASURY MONEY MARKET			
11/27		30,822	25280	DIV 11/27/06			30,822.00
				FIDELITY SPARTAN	1		
11/27	25,000		33156	U S TREASURY MONEY MARKET			
				U S TREASURY BILL	98.718	24,679.50	
				DUE 3/01/2007			
				3/01/2007			
11/27	6,168		37431	FIDELITY SPARTAN	1	6,168.00	
				U S TREASURY MONEY MARKET			
				CONTINUED ON PAGE 2			

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11/30				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 11/30/06	DIV		2.38
11/30		6,168	54492	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		6,168.00
11/30	6,692		59457	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	6,692.00	
				NEW BALANCE		36,020.25	
				SECURITY POSITIONS	MKT PRICE		
	768			AT&T INC	33.910		
	304			ABBOTT LABORATORIES	46.660		
	416			ALTRIA GROUP INC	84.210		
	240			AMERICAN EXPRESS COMPANY	58.720		
	512			AMERICAN INTL GROUP INC	70.320		
	224			AMGEN INC	71		
	896			BANK OF AMERICA	53.850		
	432			CHEVRON CORP	72.320		
	1,216			CISCO SYSTEMS INC	26.880		
	976			CITI GROUP INC	49.590		
	400			COCA COLA CO	46.830		
	400			COMCAST CORP	40.460		
				CL A			
	1,168			EXXON MOBIL CORP	76.810		
				CONTINUED ON PAGE 3			

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JOSEPH S POPKIN REVOCABLE TST

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	2,032			GENERAL ELECTRIC CO	35.280		
	80			GOLDMAN SACHS GROUP INC	194.800		
	544			HEWLETT PACKARD CO	39.460		
	400			HOME DEPOT INC	37.970		
	1,136			INTEL CORP	21.350		
	304			INTERNATIONAL BUSINESS MACHS	91.920		
	672			J.P. MORGAN CHASE & CO	46.280		
	576			JOHNSON & JOHNSON	65.910		
	432			MERCK & CO	44.510		
	176			MERRILL LYNCH & CO INC	87.430		
	1,696			MICROSOFT CORP	29.330		
	208			MORGAN STANLEY	76.160		
	800			ORACLE CORPORATION	19.030		
	320			PEPSICO INC	61.970		
	1,440			PFIZER INC	27.490		
	624			PROCTER & GAMBLE CO	62.790		
	224			SCHLUMBERGER LTD	68.480		
	6,692			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	800			TIME WARNER INC	20.140		
	208			UNITED PARCEL SVC INC	77.920		
				CLASS B			
	25,000			U S TREASURY BILL	98.764		
				DUE 3/01/2007			
				3/01/2007			
				CONTINUED ON PAGE 4			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	192			UNITED TECHNOLOGIES CORP	64.530		
	384			WACHOVIA CORP NEW	54.190		
	480			WAL-MART STORES INC	46.100		
	656			WELLS FARGO & CO NEW	35.240		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,043,164.12			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				<b>YEAR-TO-DATE SUMMARY</b>			
				<b>DIVIDENDS</b>			<b>17,009.50</b>
				<b>GROSS PROCEEDS FROM SALES</b>			<b>8,925,748.53</b>

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			36,885.00
11/20		16	81351	S & P 100 INDEX	5.100		8,144.00
11/20	16		85796	DECEMBER 655 CALL	4.400	7,056.00	
11/20	16		90254	DECEMBER 645 PUT	1.600	2,576.00	
11/20		16	94700	S & P 100 INDEX	.400		624.00
				NOVEMBER 650 CALL			
				S & P 100 INDEX			
				NOVEMBER 640 PUT			
				NEW BALANCE			36,021.00
		16		SECURITY POSITIONS	MKT PRICE		
				S & P 100 INDEX	2.850		
				DECEMBER 655 CALL			
	16			S & P 100 INDEX	2.550		
				DECEMBER 645 PUT			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				4,080.00			4,560.00-

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				BALANCE FORWARD		37,076.06	
10/02				COCA COLA CO	DIV		137.02
10/02				DIV 9/15/06 10/01/06	DIV		174.42
10/04				MERCK & CO	DIV		48.96
10/06				DIV 9/01/06 10/02/06	DIV		
10/06				HEWLETT PACKARD CO	DIV		
10/06				DIV 9/13/06 10/04/06	DIV		
10/06				CHECK	CW	49,722.44	
10/06				FIDELITY SPARTAN	DIV		101.67
10/06				U S TREASURY MONEY MARKET			
10/06				DIV 10/06/06	DIV		31.88
10/06				SCHLUMBERGER LTD	DIV		
10/06		42,313	48371	DIV 9/06/06 10/06/06	DIV		42,313.00
10/06				FIDELITY SPARTAN	1		
10/06		1,050,000	49038	U S TREASURY MONEY MARKET	98.985		1,039,342.50
10/06				U S TREASURY BILL			
10/06				DUE 12/21/2006			
10/06	1,025,000		49617	12/21/2006	98.985	1,014,596.25	
10/06				U S TREASURY BILL			
10/06				DUE 12/21/2006			
10/06				12/21/2006			
10/06	17,439		50554	FIDELITY SPARTAN	1	17,439.00	
10/10				U S TREASURY MONEY MARKET			
				ALTRIA GROUP INC	DIV		380.12
				DIV 9/15/06 10/10/06			
				CONTINUED ON PAGE 2			

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10/31	240		1809	AMERICAN EXPRESS COMPANY	56.900	13,665.00	
10/31	1,440		4073	PFIZER INC	27.170	39,181.80	
10/31	896		6070	BANK OF AMERICA	53.820	48,257.72	
10/31	624		8334	PROCTER & GAMBLE CO	63.100	39,398.40	
10/31	976		10331	CITI GROUP INC	50.800	49,619.80	
10/31	224		12595	SCHLUMBERGER LTD	64.230	14,395.52	
10/31	400		14592	COMCAST CORP	40.060	16,040.00	
				CL A			
10/31	768		16856	AT&T INC	34.300	26,372.40	
10/31	1,216		18853	CISCO SYSTEMS INC	24.110	29,365.76	
10/31	800		21117	TIME WARNER INC	19.980	16,016.00	
10/31	432		23114	CHEVRON CORP	67.590	29,215.88	
10/31	208		25378	UNITED PARCEL SVC INC	75.430	15,697.44	
				CLASS B			
10/31	2,032		27375	GENERAL ELECTRIC CO	35.590	72,399.88	
10/31	192		29639	UNITED TECHNOLOGIES CORP	65.040	12,494.68	
10/31	80		31636	GOLDMAN SACHS GROUP INC	188.700	15,099.00	
10/31	576		33900	VERIZON COMMUNICATIONS	38.300	22,083.80	
10/31	400		35897	HOME DEPOT INC	36.740	14,712.00	
10/31	384		38161	WACHOVIA CORP NEW	55.580	21,357.72	
10/31	544		40158	HEWLETT PACKARD CO	39.090	21,285.96	
10/31	656		42422	WELLS FARGO & CO NEW	36.200	23,773.20	
10/31	304		44419	INTERNATIONAL BUSINESS MACHS	91.610	27,861.44	
10/31	480		46683	WAL-MART STORES INC	50.760	24,383.80	
10/31	1,136		48680	INTEL CORP	21.720	24,718.92	
				CONTINUED ON PAGE 3			

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10/31	1,168		50944	EXXON MOBIL CORP	71.260	83,277.68	
10/31	576		52941	JOHNSON & JOHNSON	68.660	39,571.16	
10/31	672		57201	J.P. MORGAN CHASE & CO	47.360	31,851.92	
10/31	400		61462	COCA COLA CO	46.960	18,800.00	
10/31	176		65723	MERRILL LYNCH & CO INC	85.950	15,134.20	
10/31	416		69984	ALTRIA GROUP INC	81.900	34,086.40	
10/31	432		74245	MERCK & CO	45.970	19,876.04	
10/31	208		78506	MORGAN STANLEY	77.280	16,082.24	
10/31	1,696		82767	MICROSOFT CORP	28.210	47,911.16	
10/31	304		89026	ABBOTT LABORATORIES	47.830	14,552.32	
10/31	512		93286	AMERICAN INTL GROUP INC	67	34,324.00	
10/31	800		95550	ORACLE CORPORATION	18.590	14,904.00	
10/31	224		97547	AMGEN INC	75	16,808.00	
10/31	320		99811	PEPSICO INC	63.460	20,319.20	
10/31		1,025,000	55237	U S TREASURY BILL DUE 12/21/2006	99.297		1,017,794.25
10/31				12/21/2006 FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 10/31/06	DIV		55.09
10/31		17,439	58868	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		17,439.00
10/31	10,202		64454	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	10,202.00	
10/31		10,202	69742	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		10,202.00

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10/31	10,974		76071	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	10,974.00	
				NEW BALANCE		36,884.28	
				SECURITY POSITIONS	MKT PRICE		
	768			AT&T INC	34.250		
	304			ABBOTT LABORATORIES	47.510		
	416			ALTRIA GROUP INC	81.330		
	240			AMERICAN EXPRESS COMPANY	57.810		
	512			AMERICAN INTL GROUP INC	67.170		
	224			AMGEN INC	75.910		
	896			BANK OF AMERICA	53.870		
	432			CHEVRON CORP	67.200		
	1,216			CISCO SYSTEMS INC	24.130		
	976			CITI GROUP INC	50.160		
	400			COCA COLA CO	46.720		
	400			COMCAST CORP	40.670		
				CL A			
	1,168			EXXON MOBIL CORP	71.420		
	2,032			GENERAL ELECTRIC CO	35.110		
	80			GOLDMAN SACHS GROUP INC	189.790		
	544			HEWLETT PACKARD CO	38.740		
	400			HOME DEPOT INC	37.330		
	1,136			INTEL CORP	21.340		
				CONTINUED ON PAGE 5			

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	304			INTERNATIONAL BUSINESS MACHS	92.330		
	672			J.P. MORGAN CHASE & CO	47.440		
	576			JOHNSON & JOHNSON	67.400		
	432			MERCK & CO	45.420		
	176			MERRILL LYNCH & CO INC	87.420		
	1,696			MICROSOFT CORP	28.710		
	208			MORGAN STANLEY	76.430		
	800			ORACLE CORPORATION	18.470		
	320			PEPSICO INC	63.440		
	1,440			PFIZER INC	26.650		
	624			PROCTER & GAMBLE CO	63.390		
	224			SCHLUMBERGER LTD	63.080		
	10,974			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	800			TIME WARNER INC	20.010		
	208			UNITED PARCEL SVC INC	75.350		
				CLASS B			
	192			UNITED TECHNOLOGIES CORP	65.720		
	576			VERIZON COMMUNICATIONS	37		
	384			WACHOVIA CORP NEW	55.500		
	480			WAL-MART STORES INC	49.280		
	656			WELLS FARGO & CO NEW	36.290		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,031,458.96			

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				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			16,432.17
				GROSS PROCEEDS FROM SALES			8,905,064.33

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				BALANCE FORWARD			37,077.00
10/31		16	87028	S & P 100 INDEX	3.400		5,424.00
10/31	16		91289	NOVEMBER 650 CALL			
				S & P 100 INDEX	3.500	5,616.00	
				NOVEMBER 640 PUT			
				NEW BALANCE			36,885.00
		16		SECURITY POSITIONS	MKT PRICE		
				S & P 100 INDEX	1.550		
	16			NOVEMBER 650 CALL			
				S & P 100 INDEX	4.500		
				NOVEMBER 640 PUT			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				7,200.00			2,480.00-

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				BALANCE FORWARD		62,168.05	
9/01				BOEING CO	DIV		51.00
9/01				DIV 8/11/06 9/01/06 INTEL CORP	DIV		127.50
9/01				DIV 8/07/06 9/01/06 WELLS FARGO & CO NEW	DIV		199.92
9/05				DIV 8/04/06 9/01/06 PFIZER INC	DIV		375.36
9/05				DIV 8/11/06 9/05/06 WAL-MART STORES INC	DIV		88.27
9/06				DIV 8/18/06 9/05/06 UNITED PARCEL SVC INC	DIV		90.44
9/11				CLASS B DIV 8/21/06 9/06/06 CHEVRON CORP	DIV		247.52
9/11				DIV 8/18/06 9/11/06 EXXON MOBIL CORP	DIV		413.44
9/11				DIV 8/14/06 9/11/06 INTERNATIONAL BUSINESS MACHS	DIV		102.00
9/12				DIV 8/10/06 9/09/06 JOHNSON & JOHNSON	DIV		235.88
9/14				DIV 8/29/06 9/12/06 MICROSOFT CORP	DIV		168.30
				DIV 8/17/06 9/14/06			
				CONTINUED ON PAGE 2			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
9/15				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 09/15/06	DIV		89.04
9/15				AMERICAN INTL GROUP INC DIV 9/01/06 9/15/06	DIV		92.57
9/15				TIME WARNER INC DIV 8/31/06 9/15/06	DIV		50.49
9/15		24,229	44585	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		24,229.00
9/15		25,000	47483	U S TREASURY BILL DUE 11/2/2006	99.371		24,842.75
9/15	34,303		54214	11/02/2006 FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	34,303.00	
9/21				HOME DEPOT INC DIV 9/07/06 9/21/06	DIV		66.30
9/22				BANK OF AMERICA DIV 9/01/06 9/22/06	DIV		542.64
9/25		2,244	2186	GENERAL ELECTRIC CO	34.900		78,226.60
9/25		714	3592	WELLS FARGO & CO NEW	36.120		25,761.68
9/25		85	6183	GOLDMAN SACHS GROUP INC	166.480		14,147.80
9/25		527	7832	WAL-MART STORES INC	48.720		25,654.44
9/25		442	10349	HOME DEPOT INC	36.300		16,027.60
9/25		1,292	12072	EXXON MOBIL CORP	65.700		84,833.40
9/25		612	14589	HEWLETT PACKARD CO	36.780		22,485.36
				CONTINUED ON PAGE 3			

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9/25		340	18829	INTERNATIONAL BUSINESS MACHS	82.310		27,972.40
9/25		1,275	23069	INTEL CORP	19.600		24,939.00
9/25		629	27309	JOHNSON & JOHNSON	64.350		40,451.15
9/25		748	31548	J.P. MORGAN CHASE & CO	47.440		35,456.12
9/25		442	35788	COCA COLA CO	44.550		19,674.10
9/25		204	40006	MERRILL LYNCH & CO INC	77.800		15,863.20
9/25		442	44233	ALTRIA GROUP INC	82.460		36,430.32
9/25		459	48473	MERCK & CO	41.770		19,154.43
9/25		221	52713	MORGAN STANLEY	73.400		16,213.40
9/25		1,870	56953	MICROSOFT CORP	27.150		50,696.50
9/25		323	58197	ABBOTT LABORATORIES	49.200		15,879.60
9/25		561	62359	AMERICAN INTL GROUP INC	65.600		36,779.60
9/25		255	66599	AMGEN INC	70.750		18,031.25
9/25		357	69673	PEPSICO INC	65.120		23,233.84
9/25		272	70394	AMERICAN EXPRESS COMPANY	53.970		14,669.84
9/25		170	72945	BOEING CO	76.200		12,948.00
9/25		1,564	73913	PFIZER INC	28.310		44,214.84
9/25		969	76783	BANK OF AMERICA	52.470		50,805.43
9/25		697	78153	PROCTER & GAMBLE CO	61.280		42,685.16
9/25		1,054	81023	CITI GROUP INC	50		52,658.00
9/25		255	82393	SCHLUMBERGER LTD	58.070		14,797.85
9/25		459	85263	COMCAST CORP	34.900		16,001.10
				CL A			
9/25		833	86631	AT&T INC	31.610		26,298.13
9/25		1,326	89503	CISCO SYSTEMS INC	22.960		30,391.96
				CONTINUED ON PAGE 4			

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9/25		918	90871	TIME WARNER INC	17.440		15,973.92
9/25		476	93743	CHEVRON CORP	61.930		29,459.68
9/25		238	95111	UNITED PARCEL SVC INC	73.160		17,403.08
				CLASS B			
9/25		459	97959	THE WALT DISNEY CO	30.950		14,188.05
9/25		629	99351	VERIZON COMMUNICATIONS	36.160		22,719.64
9/25	1,050,000		25212	U S TREASURY BILL DUE 12/21/2006	98.842	1,037,841.00	
				12/21/2006			
9/25	5,052		29448	FIDELITY SPARTAN	1	5,052.00	
				U S TREASURY MONEY MARKET			
9/29				PEPSICO INC	DIV		107.10
				DIV 9/08/06 9/29/06			
9/29	2,958		46363	FIDELITY SPARTAN	1	2,958.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE		37,076.06	
				SECURITY POSITIONS	MKT PRICE		
	42,313			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	1,050,000			U S TREASURY BILL	98.903		
				DUE 12/21/2006			
				12/21/2006			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,080,794.50			

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				BALANCE FORWARD			62,169.00
9/15	17		26154	S & P 100 INDEX SEPTEMBER 595 CALL	8.200	13,957.00	
9/15		17	30567	S & P 100 INDEX SEPTEMBER 585 PUT	.200		323.00
9/15		17	34980	S & P 100 INDEX OCTOBER 610 CALL	5.300		8,993.00
9/15	17		39393	S & P 100 INDEX OCTOBER 600 PUT	6	10,217.00	
9/25	17		61193	S & P 100 INDEX OCTOBER 610 CALL	9	15,317.00	
9/25		17	65433	S & P 100 INDEX OCTOBER 600 PUT	3		5,083.00
				NEW BALANCE			37,077.00

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				BALANCE FORWARD		85,441.52	
8/15				ABBOTT LABORATORIES	DIV		95.29
8/15				DIV 7/14/06 8/15/06	DIV		216.07
8/17				PROCTER & GAMBLE CO	DIV		46.90
				DIV 7/21/06 8/15/06			
				FIDELITY SPARTAN			
				U S TREASURY MONEY MARKET			
8/17	357			DIV 08/17/06	RECD		
8/17		50,000	478	WELLS FARGO & CO NEW			
				DIV 8/16/06 8/17/06	98.562		49,281.00
8/17				U S TREASURY BILL			
				DUE 11/30/2006			
8/17	25,000		3159	11/30/2006	98.948	24,737.00	
				U S TREASURY BILL			
				DUE 11/2/2006			
8/17	23,321		6870	11/02/2006	1	23,321.00	
				FIDELITY SPARTAN			
8/17		22,003	96884	U S TREASURY MONEY MARKET	1		22,003.00
				FIDELITY SPARTAN			
				U S TREASURY MONEY MARKET			
8/23				MERRILL LYNCH & CO INC	DIV		51.00
8/24				DIV 8/04/06 8/23/06	DIV		29.75
				GOLDMAN SACHS GROUP INC			
				DIV 7/25/06 8/24/06			
				CONTINUED ON PAGE 2			

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8/24	341		11093	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	341.00	
8/25				CITI GROUP INC	DIV		516.46
8/31	567		19931	DIV 8/07/06 8/25/06 FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	567.00	
				NEW BALANCE		62,168.05	
				SECURITY POSITIONS	MKT PRICE		
	833			AT&T INC	31.130		
	323			ABBOTT LABORATORIES	48.700		
	442			ALTRIA GROUP INC	83.530		
	272			AMERICAN EXPRESS COMPANY	52.540		
	561			AMERICAN INTL GROUP INC	63.820		
	255			AMGEN INC	67.930		
	969			BANK OF AMERICA	51.470		
	170			BOEING CO	74.900		
	476			CHEVRON CORP	64.400		
	1,326			CISCO SYSTEMS INC	21.990		
	1,054			CITI GROUP INC	49.350		
	442			COCA COLA CO	44.810		
	459			COMCAST CORP	35		
				CL A			
	459			THE WALT DISNEY CO	29.650		
				CONTINUED ON PAGE 3			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	1,292			EXXON MOBIL CORP	67.670		
	2,244			GENERAL ELECTRIC CO	34.060		
	85			GOLDMAN SACHS GROUP INC	148.650		
	612			HEWLETT PACKARD CO	36.560		
	442			HOME DEPOT INC	34.290		
	1,275			INTEL CORP	19.540		
	340			INTERNATIONAL BUSINESS MACHS	80.970		
	748			J.P. MORGAN CHASE & CO	45.660		
	629			JOHNSON & JOHNSON	64.600		
	459			MERCK & CO	40.550		
	204			MERRILL LYNCH & CO INC	73.530		
	1,870			MICROSOFT CORP	25.690		
	221			MORGAN STANLEY	65.790		
	357			PEPSICO INC	65.280		
	1,564			PFIZER INC	27.560		
	697			PROCTER & GAMBLE CO	61.900		
	255			SCHLUMBERGER LTD	61.300		
	24,229			FIDELITY SPARTAN	1		
	918			U S TREASURY MONEY MARKET			
	238			TIME WARNER INC	16.620		
				UNITED PARCEL SVC INC	70.050		
				CLASS B			
	25,000			U S TREASURY BILL	99.144		
				DUE 11/2/2006			
				11/02/2006			
				CONTINUED ON PAGE 4			

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	629			VERIZON COMMUNICATIONS	35.180		
	527			WAL-MART STORES INC	44.720		
	714			WELLS FARGO & CO NEW	34.750		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,083,998.63			

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				BALANCE FORWARD			85,442.00
8/17	17		78930	S & P 100 INDEX	13.600	23,137.00	
8/17		17	83362	AUGUST 575 CALL	5.800		9,843.00
8/17		17	87794	S & P 100 INDEX	.150		238.00
8/17	17		92226	SEPTEMBER 595 CALL	6	10,217.00	
				AUGUST 565 PUT			
				S & P 100 INDEX			
				SEPTEMBER 585 PUT			
				NEW BALANCE			62,169.00
		17		SECURITY POSITIONS	MKT PRICE		
				S & P 100 INDEX	10.600		
	17			SEPTEMBER 595 CALL	.800		
				S & P 100 INDEX			
				SEPTEMBER 585 PUT			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,360.00			18,020.00-

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				BALANCE FORWARD		64,446.25	
7/03				CHEVRON CORP	DIV		247.52
7/03				DIV 5/19/06 6/12/06			
7/03				AMERICAN INTL GROUP INC	DIV		81.60
7/03				DIV 6/02/06 6/16/06			
7/03				COCA COLA CO	DIV		137.02
7/03				DIV 6/15/06 7/01/06			
7/03				MERCK & CO	DIV		174.42
7/03	329		29182	DIV 6/02/06 7/03/06			
7/05				FIDELITY SPARTAN	1	329.00	
7/05				U S TREASURY MONEY MARKET			
7/07				HEWLETT PACKARD CO	DIV		47.60
7/07				DIV 6/14/06 7/05/06			
7/10				SCHLUMBERGER LTD	DIV		29.75
7/10				DIV 6/07/06 7/07/06			
7/10				CHECK	CW	28,630.00	
7/10				ALTRIA GROUP INC	DIV		353.60
7/12		475,000	37899	DIV 6/15/06 7/10/06			
7/12				U S TREASURY BILL	99.988		474,943.00
7/12				DUE 7/13/2006			
7/13	527		2377	7/13/2006			
7/13	442		4260	WAL-MART STORES INC	46.210	24,352.67	
7/13	1,292		6643	HOME DEPOT INC	35.240	15,576.08	
7/13				EXXON MOBIL CORP	62.830	81,176.36	
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7/13	612		8526	HEWLETT PACKARD CO	32.210	19,712.52	
7/13	340		12792	INTERNATIONAL BUSINESS MACHS	76.110	25,877.40	
7/13	1,275		17058	INTEL CORP	18.310	23,345.25	
7/13	629		21324	JOHNSON & JOHNSON	60.750	38,211.75	
7/13	748		25590	J.P. MORGAN CHASE & CO	42.540	31,819.92	
7/13	442		29856	COCA COLA CO	43.290	19,134.18	
7/13	204		34122	MERRILL LYNCH & CO INC	71.300	14,545.20	
7/13	442		38388	ALTRIA GROUP INC	78.030	34,489.26	
7/13		525,000	42114	U S TREASURY BILL DUE 7/20/2006	99.912		524,538.00
7/13	459		42654	MERCK & CO	37.110	17,033.49	
7/13		50,000	45089	U S TREASURY BILL DUE 7/27/2006	99.821		49,910.50
7/13	221		46920	MORGAN STANLEY	64.320	14,214.72	
7/13	323		48801	ABBOTT LABORATORIES	43.900	14,179.70	
7/13	1,870		51186	MICROSOFT CORP	23.450	43,851.50	
7/13	561		53067	AMERICAN INTL GROUP INC	59.190	33,205.59	
7/13	255		57333	AMGEN INC	66.560	16,972.80	
7/13	272		61599	AMERICAN EXPRESS COMPANY	52.250	14,212.00	
7/13	357		63984	PEPSICO INC	60.650	21,652.05	
7/13	170		65865	BOEING CO	80.080	13,613.60	
7/13	1,564		68250	PFIZER INC	23.840	37,285.76	
7/13	969		70131	BANK OF AMERICA	49.090	47,568.21	
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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
7/13	697		72516	PROCTER & GAMBLE CO	56.700	39,519.90	
7/13	1,054		74397	CITI GROUP INC	49.370	52,035.98	
7/13	255		76782	SCHLUMBERGER LTD	62.900	16,039.50	
7/13	459		78663	COMCAST CORP	32.110	14,738.49	
				CL A			
7/13	833		81046	AT&T INC	27.700	23,074.10	
7/13	1,326		82929	CISCO SYSTEMS INC	19.080	25,300.08	
7/13	918		85312	TIME WARNER INC	16.760	15,385.68	
7/13	476		87195	CHEVRON CORP	63.440	30,197.44	
7/13	238		89578	UNITED PARCEL SVC INC	81.140	19,311.32	
				CLASS B			
7/13	459		91461	THE WALT DISNEY CO	30.170	13,848.03	
7/13	629		93844	VERIZON COMMUNICATIONS	32.950	20,725.55	
7/13	2,244		95727	GENERAL ELECTRIC CO	33.200	74,500.80	
7/13	357		98110	WELLS FARGO & CO NEW	68.260	24,368.82	
7/13	85		99993	GOLDMAN SACHS GROUP INC	149.060	12,670.10	
7/13				FIDELITY SPARTAN	DIV		19.00
				U S TREASURY MONEY MARKET			
				DIV 07/13/06			
7/13	47,398		11031	FIDELITY SPARTAN	1	47,398.00	
				U S TREASURY MONEY MARKET			
7/13		12,182	33765	FIDELITY SPARTAN	1		12,182.00
				U S TREASURY MONEY MARKET			
7/21				FIDELITY SPARTAN	DIV		46.19
				U S TREASURY MONEY MARKET			
				DIV 07/21/06			
				CONTINUED ON PAGE 4			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
7/21		47,398	53296	FIDELITY SPARTAN	1		47,398.00
7/21	50,000		56787	U S TREASURY MONEY MARKET			
				U S TREASURY BILL	98.167	49,083.50	
				DUE 11/30/2006			
				11/30/2006			
7/21	21,175		60532	FIDELITY SPARTAN	1	21,175.00	
				U S TREASURY MONEY MARKET			
7/31				MORGAN STANLEY	DIV		59.67
				DIV 7/14/06 7/31/06			
7/31				FIDELITY SPARTAN	DIV		26.16
				U S TREASURY MONEY MARKET			
7/31		21,175	69089	DIV 07/31/06	1		21,175.00
				FIDELITY SPARTAN			
7/31	22,003		74135	U S TREASURY MONEY MARKET	1	22,003.00	
				FIDELITY SPARTAN			
				U S TREASURY MONEY MARKET			
				NEW BALANCE		85,441.52	
				SECURITY POSITIONS	MKT PRICE		
	833			AT&T INC	29.990		
	323			ABBOTT LABORATORIES	47.770		
	442			ALTRIA GROUP INC	79.970		
	272			AMERICAN EXPRESS COMPANY	52.060		
	561			AMERICAN INTL GROUP INC	60.670		
				CONTINUED ON PAGE 5			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	255			AMGEN INC	69.740		
	969			BANK OF AMERICA	51.530		
	170			BOEING CO	77.420		
	476			CHEVRON CORP	65.780		
	1,326			CISCO SYSTEMS INC	17.850		
	1,054			CITI GROUP INC	48.310		
	442			COCA COLA CO	44.500		
	459			COMCAST CORP	34.380		
				CL A			
	459			THE WALT DISNEY CO	29.690		
	1,292			EXXON MOBIL CORP	67.740		
	2,244			GENERAL ELECTRIC CO	32.690		
	85			GOLDMAN SACHS GROUP INC	152.750		
	612			HEWLETT PACKARD CO	31.910		
	442			HOME DEPOT INC	34.710		
	1,275			INTEL CORP	18		
	340			INTERNATIONAL BUSINESS MACHS	77.410		
	748			J.P. MORGAN CHASE & CO	45.620		
	629			JOHNSON & JOHNSON	62.550		
	459			MERCK & CO	40.270		
	204			MERRILL LYNCH & CO INC	72.820		
	1,870			MICROSOFT CORP	24.030		
	221			MORGAN STANLEY	66.500		
	357			PEPSICO INC	63.380		
	1,564			PFIZER INC	25.990		
				CONTINUED ON PAGE 6			

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	697			PROCTER & GAMBLE CO	56.200		
	255			SCHLUMBERGER LTD	66.850		
	22,003			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	918			TIME WARNER INC	16.500		
	238			UNITED PARCEL SVC INC	68.910		
				CLASS B			
	50,000			U S TREASURY BILL	98.323		
				DUE 11/30/2006			
				11/30/2006			
	629			VERIZON COMMUNICATIONS	33.820		
	527			WAL-MART STORES INC	44.500		
	357			WELLS FARGO & CO NEW	72.340		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,077,002.99			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			64,447.00
7/13		17	55452	S & P 100 INDEX	2.050		3,468.00
7/13	17		59718	JULY 590 CALL			
				S & P 100 INDEX	3.100	5,287.00	
7/21	17		26519	JULY 580 PUT			
				S & P 100 INDEX	.050	85.00	
7/21		17	30959	JULY 590 CALL			
				S & P 100 INDEX	7		11,883.00
7/21		17	35399	AUGUST 575 CALL			
				S & P 100 INDEX	14.700		24,973.00
7/21	17		39839	JULY 580 PUT			
				S & P 100 INDEX	8.200	13,957.00	
				AUGUST 565 PUT			
				NEW BALANCE			85,442.00
		17		SECURITY POSITIONS			
				S & P 100 INDEX	MKT PRICE		
				AUGUST 575 CALL	17.200		
				S & P 100 INDEX	1.100		
				AUGUST 565 PUT			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,870.00			29,240.00-

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				BALANCE FORWARD		25,295.85	
6/01				INTEL CORP	DIV		124.10
6/01				DIV 5/07/06 6/01/06			
6/01				WELLS FARGO & CO NEW	DIV		185.64
6/02				DIV 5/05/06 6/01/06			
6/02				BOEING CO	DIV		51.00
6/05				DIV 5/12/06 6/02/06			
6/05				WAL-MART STORES INC	DIV		88.27
6/06				DIV 5/19/06 6/05/06			
6/06				PFIZER INC	DIV		371.28
6/08				DIV 5/12/06 6/06/06			
6/08				MICROSOFT CORP	DIV		168.30
6/09				DIV 5/17/06 6/08/06			
6/09				EXXON MOBIL CORP	DIV		413.44
6/12				DIV 5/12/06 6/09/06			
6/12				INTERNATIONAL BUSINESS MACHS	DIV		96.90
6/13				DIV 5/10/06 6/10/06			
6/13				JOHNSON & JOHNSON	DIV		235.88
6/15				DIV 5/30/06 6/13/06			
6/15				TIME WARNER INC	DIV		47.60
6/20		323	139	DIV 5/31/06 6/15/06			
6/20		1,241	4396	INTERNATIONAL BUSINESS MACHS	77.790		25,126.17
6/20		629	8653	INTEL CORP	17.900		22,213.90
6/20				JOHNSON & JOHNSON	61.140		38,457.06
				CONTINUED ON PAGE 2			

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6/20		731	12910	J.P. MORGAN CHASE & CO	40.210		29,393.51
6/20		442	17167	COCA COLA CO	42.880		18,952.96
6/20		255	21285	MEDTRONIC INC	50.460		12,867.30
6/20		187	25506	MERRILL LYNCH & CO INC	66.930		12,515.91
6/20		442	29763	ALTRIA GROUP INC	70.420		31,125.64
6/20		459	34020	MERCK & CO	33.720		15,477.48
6/20		221	38277	MORGAN STANLEY	56.580		12,504.18
6/20		323	40714	ABBOTT LABORATORIES	42.710		13,795.33
6/20		1,870	42534	MICROSOFT CORP	22.020		41,177.40
6/20		544	44961	AMERICAN INTL GROUP INC	59.710		32,482.24
6/20		255	49218	AMGEN INC	67.410		17,189.55
6/20		272	53443	AMERICAN EXPRESS COMPANY	53.290		14,494.88
6/20		357	55305	PEPSICO INC	58.890		21,023.73
6/20		170	57593	BOEING CO	83.480		14,191.60
6/20		1,547	59562	PFIZER INC	23.470		36,308.09
6/20		986	61828	BANK OF AMERICA	47.620		46,953.32
6/20		697	63819	PROCTER & GAMBLE CO	55.010		38,341.97
6/20		1,054	66085	CITI GROUP INC	48.570		51,192.78
6/20		238	68076	SCHLUMBERGER LTD	57.190		13,611.22
6/20		1,292	70342	CISCO SYSTEMS INC	20.070		25,930.44
6/20		816	72330	AT&T INC	27.330		22,301.28
6/20		476	74599	CHEVRON CORP	58.580		27,884.08
6/20		952	76587	TIME WARNER INC	17.030		16,212.56
6/20		493	78856	DELL INC	25.090		12,369.37
6/20		238	80844	UNITED PARCEL SVC INC	78.210		18,613.98
				CLASS B			
				CONTINUED ON PAGE 3			

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6/20		2,210	83113	GENERAL ELECTRIC CO	34		75,140.00
6/20		612	85101	VERIZON COMMUNICATIONS	31.900		19,522.80
6/20		85	87367	GOLDMAN SACHS GROUP INC	141.310		12,011.35
6/20		357	89358	WELLS FARGO & CO NEW	66.640		23,790.48
6/20		442	91624	HOME DEPOT INC	37.040		16,371.68
6/20		527	93615	WAL-MART STORES INC	47.860		25,222.22
6/20		595	95881	HEWLETT PACKARD CO	30.610		18,212.95
6/20		1,292	97872	EXXON MOBIL CORP	59.100		76,357.20
6/20	475,000		3948	U S TREASURY BILL DUE 7/13/2006	99.708	473,613.00	
6/20	475,000		8190	U S TREASURY BILL DUE 7/20/2006	99.615	473,171.25	
6/20	41,703		12441	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	41,703.00	
6/22				HOME DEPOT INC	DIV		66.30
6/23				DIV 6/08/06 6/22/06 BANK OF AMERICA	DIV		493.00
6/30				DIV 6/02/06 6/23/06 PEPSICO INC	DIV		107.10
6/30				DIV 6/09/06 6/30/06 SPRINT NEXTEL CORP	DIV		15.73
6/30				DIV 5/17/06 6/30/06 FIDELITY SPARTAN	DIV		112.20
				U S TREASURY MONEY MARKET DIV 06/30/06			
				CONTINUED ON PAGE 4			

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6/30		59,112	17795	FIDELITY SPARTAN	1		59,112.00
6/30	50,000		20928	U S TREASURY MONEY MARKET			
				U S TREASURY BILL	99.671	49,835.50	
				DUE 7/27/2006			
6/30	11,853		24977	7/27/2006			
				FIDELITY SPARTAN	1	11,853.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE		64,446.25	
	11,853			SECURITY POSITIONS	MKT PRICE		
				FIDELITY SPARTAN	1		
	475,000			U S TREASURY MONEY MARKET			
				U S TREASURY BILL	99.846		
				DUE 7/13/2006			
	525,000			7/13/2006			
				U S TREASURY BILL	99.761		
				DUE 7/20/2006			
	50,000			7/20/2006			
				U S TREASURY BILL	99.671		
				DUE 7/27/2006			
				7/27/2006			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,059,702.25			

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				BALANCE FORWARD			25,296.00
6/20	17		46791	S & P 100 INDEX	.050	102.00	
6/20		17	51048	JUNE 595 CALL			
				S & P 100 INDEX	23.100		39,253.00
				JUNE 590 PUT			
				NEW BALANCE			64,447.00

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				BALANCE FORWARD		15,061.44	
5/01				AT&T INC	DIV		271.32
5/01				DIV 4/10/06 5/01/06			
				J.P. MORGAN CHASE & CO	DIV		248.54
5/01				DIV 4/06/06 4/30/06			
				VERIZON COMMUNICATIONS	DIV		247.86
5/10				DIV 4/10/06 5/01/06			
				FIDELITY SPARTAN	DIV		54.07
				U S TREASURY MONEY MARKET			
5/10				DIV 05/10/06			
				AMERICAN EXPRESS COMPANY	DIV		32.64
5/10		39,331	32272	DIV 4/07/06 5/10/06			
				FIDELITY SPARTAN	1		39,331.00
5/10	34,727		40715	U S TREASURY MONEY MARKET			
				FIDELITY SPARTAN	1	34,727.00	
5/15				U S TREASURY MONEY MARKET			
				ABBOTT LABORATORIES	DIV		95.29
5/15				DIV 4/13/06 5/15/06			
				PROCTER & GAMBLE CO	DIV		216.07
5/19		629	81190	DIV 4/21/06 5/15/06			
5/19	15,158		87722	SPRINT NEXTEL CORP	24.720		15,548.88
				FIDELITY SPARTAN	1	15,158.00	
5/22	15,283		94156	U S TREASURY MONEY MARKET			
				FIDELITY SPARTAN	1	15,283.00	
				U S TREASURY MONEY MARKET			
				CONTINUED ON PAGE 2			

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**JOSEPH S POPKIN REVOCABLE TST**

**6010 LINDEN CIRCLE  
TAMARAC FL 33319**

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YOUR ACCOUNT NUMBER  
**1-ZA121-3-0**

YOUR TAX PAYER IDENTIFICATION NUMBER  
**051-14-4577**

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
5/24				MERRILL LYNCH & CO INC	DIV		46.75
5/25				DIV 5/08/06 5/24/06 GOLDMAN SACHS GROUP INC	DIV		29.75
5/26				DIV 4/25/06 5/25/06 CITI GROUP INC	DIV		516.46
5/31				DIV 5/01/06 5/26/06 UNITED PARCEL SVC INC	DIV		90.44
5/31				CLASS B DIV 5/15/06 5/31/06 FIDELITY SPARTAN	DIV		122.52
5/31		65,168	3382	U S TREASURY MONEY MARKET DIV 05/31/06 FIDELITY SPARTAN	1		65,168.00
5/31	50,000		6320	U S TREASURY MONEY MARKET U S TREASURY BILL DUE 7/20/2006	99.354	49,677.00	
5/31	17,409		10134	7/20/2006 FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	17,409.00	
				NEW BALANCE		25,295.85	
	816			SECURITY POSITIONS	MKT PRICE		
	323			AT&T INC	26.060		
				ABBOTT LABORATORIES	42.700		
				CONTINUED ON PAGE 3			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	442			ALTRIA GROUP INC	72.350		
	272			AMERICAN EXPRESS COMPANY	54.360		
	544			AMERICAN INTL GROUP INC	60.800		
	255			AMGEN INC	67.590		
	986			BANK OF AMERICA	48.400		
	170			BOEING CO	83.250		
	476			CHEVRON CORP	59.790		
	1,292			CISCO SYSTEMS INC	19.680		
	1,054			CITI GROUP INC	49.300		
	442			COCA COLA CO	44.030		
	493			DELL INC	25.380		
	1,292			EXXON MOBIL CORP	60.910		
	2,210			GENERAL ELECTRIC CO	34.260		
	85			GOLDMAN SACHS GROUP INC	150.950		
	595			HEWLETT PACKARD CO	32.380		
	442			HOME DEPOT INC	38.120		
	1,241			INTEL CORP	18.020		
	323			INTERNATIONAL BUSINESS MACHS	79.900		
	731			J.P. MORGAN CHASE & CO	42.640		
	629			JOHNSON & JOHNSON	60.220		
	255			MEDTRONIC INC	50.490		
	459			MERCK & CO	33.290		
	187			MERRILL LYNCH & CO INC	72.410		
	1,870			MICROSOFT CORP	22.650		
	221			MORGAN STANLEY	59.620		
				CONTINUED ON PAGE 4			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	357			PEPSICO INC	60.460		
	1,547			PFIZER INC	23.660		
	697			PROCTER & GAMBLE CO	54.250		
	238			SCHLUMBERGER LTD	65.570		
	17,409			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	952			TIME WARNER INC	17.210		
	238			UNITED PARCEL SVC INC	80.550		
				CLASS B			
	50,000			U S TREASURY BILL	99.354		
				DUE 7/20/2006			
				7/20/2006			
	612			VERIZON COMMUNICATIONS	31.210		
	527			WAL-MART STORES INC	48.450		
	357			WELLS FARGO & CO NEW	66.370		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,032,204.56			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			15,062.00
5/10	17		14451	S & P 100 INDEX MAY 595 CALL	7.200	12,257.00	
5/10		17	18876	S & P 100 INDEX MAY 585 PUT	.900		1,513.00
5/10	17		23301	S & P 100 INDEX MAY 595 PUT	2.200	3,757.00	
5/10		17	27726	S & P 100 INDEX MAY 600 CALL	5.800		9,843.00
5/19		17	63480	S & P 100 INDEX JUNE 595 CALL	6.600		11,203.00
5/19	17		72330	S & P 100 INDEX JUNE 590 PUT	6.400	10,897.00	
5/19	17		76755	S & P 100 INDEX MAY 600 CALL	.400	697.00	
5/22		17	67905	S & P 100 INDEX MAY 595 PUT	9		15,283.00
				NEW BALANCE			25,296.00
		17		SECURITY POSITIONS S & P 100 INDEX JUNE 595 CALL S & P 100 INDEX JUNE 590 PUT	MKT PRICE 1.400 10		
				MARKET VALUE OF SECURITIES LONG 17,000.00			
				SHORT 2,380.00-			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		6,816.23	
4/03				COCA COLA CO	DIV		137.02
4/03				DIV 3/15/06 4/01/06			
				MERCK & CO	DIV		174.42
4/03				DIV 3/10/06 4/03/06			
				WAL-MART STORES INC	DIV		88.27
				DIV 3/17/06 4/03/06			
4/05	952		452	TIME WARNER INC	16.800	15,993.60	
4/05	2,210		1877	GENERAL ELECTRIC CO	34.780	76,863.80	
4/05	238		4738	UNITED PARCEL SVC INC	79.510	18,923.38	
				CLASS B			
4/05	85		6163	GOLDMAN SACHS GROUP INC	156.700	13,319.50	
4/05	612		9024	VERIZON COMMUNICATIONS	34.270	20,973.24	
4/05	442		10449	HOME DEPOT INC	42.470	18,771.74	
4/05	357		13310	WELLS FARGO & CO NEW	64.010	22,851.57	
4/05	595		14735	HEWLETT PACKARD CO	32.600	19,397.00	
4/05	527		17596	WAL-MART STORES INC	47.400	24,979.80	
4/05	323		19021	INTERNATIONAL BUSINESS MACHS	82.800	26,744.40	
4/05	1,292		21882	EXXON MOBIL CORP	60.930	78,721.56	
4/05	1,241		23307	INTEL CORP	19.450	24,137.45	
4/05	629		27593	JOHNSON & JOHNSON	59.170	37,217.93	
4/05	731		31879	J.P. MORGAN CHASE & CO	41.670	30,460.77	
4/05	442		36165	COCA COLA CO	41.960	18,546.32	
4/05	255		40451	MEDTRONIC INC	50.870	12,971.85	
				CONTINUED ON PAGE 2			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
4/05	187		44737	MERRILL LYNCH & CO INC	78.520	14,683.24	
4/05	442		49023	ALTRIA GROUP INC	71.400	31,558.80	
4/05	459		53309	MERCK & CO	35.410	16,253.19	
4/05	221		57595	MORGAN STANLEY	63.420	14,015.82	
4/05	323		59016	ABBOTT LABORATORIES	42.510	13,730.73	
4/05	1,870		61881	MICROSOFT CORP	27.290	51,032.30	
4/05	544		63302	AMERICAN INTL GROUP INC	66.010	35,909.44	
4/05	255		67588	AMGEN INC	72.700	18,538.50	
4/05	272		71874	AMERICAN EXPRESS COMPANY	52.100	14,171.20	
4/05	357		74739	PEPSICO INC	57.940	20,684.58	
4/05	170		76160	BOEING CO	78.090	13,275.30	
4/05	1,547		79025	PFIZER INC	25.030	38,721.41	
4/05	986		80446	BANK OF AMERICA	45.540	44,902.44	
4/05	697		83311	PROCTER & GAMBLE CO	57.640	40,175.08	
4/05	1,054		84732	CITI GROUP INC	47.300	49,854.20	
4/05	629		87597	SPRINT NEXTEL CORP	25.760	16,203.04	
4/05	1,292		89018	CISCO SYSTEMS INC	21.790	28,152.68	
4/05	119		91883	SCHLUMBERGER LTD	126.700	15,077.30	
4/05	476		93304	CHEVRON CORP	57.910	27,565.16	
4/05	816		96165	AT&T INC	27.060	22,080.96	
4/05	493		97590	DELL INC	29.900	14,740.70	
4/05		100,000	46317	U S TREASURY BILL DUE 5/4/2006	99.632		99,632.00
4/05		475,000	50488	U S TREASURY BILL DUE 5/11/2006	99.546		472,843.50
				5/11/2006			
				CONTINUED ON PAGE 3			

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**JOSEPH S POPKIN REVOCABLE TST**

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
4/05		475,000	54731	U S TREASURY BILL DUE 5/18/2006	99.457		472,420.75
4/05				5/18/2006 FIDELITY SPARTAN	DIV		7.11
4/05				U S TREASURY MONEY MARKET DIV 04/05/06			48.96
4/05	51,060		26305	HEWLETT PACKARD CO DIV 3/15/06 4/05/06	1	51,060.00	
4/05		12,640	41823	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		12,640.00
4/07	25,000		47627	U S TREASURY BILL DUE 5/18/2006	99.484	24,871.00	
4/07				5/18/2006 CHECK	CW	25,819.77	
4/07				FIDELITY SPARTAN U S TREASURY MONEY MARKET	DIV		11.54
4/07				DIV 04/07/06 SCHLUMBERGER LTD	DIV		29.75
4/07		51,060	46579	DIV 3/01/06 4/07/06 FIDELITY SPARTAN	1		51,060.00
4/07	380		48147	U S TREASURY MONEY MARKET FIDELITY SPARTAN	1	380.00	
4/07				U S TREASURY MONEY MARKET			
				CONTINUED ON PAGE 4			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
4/10				ALTRIA GROUP INC	DIV		353.60
4/13	119			DIV 3/15/06 4/10/06	RECD		
4/17	832		53778	SCHLUMBERGER LTD			
4/21		25,000	77853	DIV 4/12/06 4/13/06	1	832.00	
4/21				FIDELITY SPARTAN	99.667		24,916.75
4/21				U S TREASURY MONEY MARKET			
4/21				U S TREASURY BILL			
4/21				DUE 5/18/2006			
4/21				5/18/2006	DIV		.98
4/21				FIDELITY SPARTAN			
4/21		1,212	76174	U S TREASURY MONEY MARKET	1		1,212.00
4/21	38,659		83622	DIV 04/21/06			
4/21				FIDELITY SPARTAN	1	38,659.00	
4/21				U S TREASURY MONEY MARKET			
4/25				FIDELITY SPARTAN			
4/25				U S TREASURY MONEY MARKET			
4/25				GENERAL ELECTRIC CO	DIV		556.75
4/25	557		88146	DIV 2/27/06 4/25/06	1	557.00	
4/25				FIDELITY SPARTAN			
4/25				U S TREASURY MONEY MARKET			
4/28				MEDTRONIC INC	DIV		24.54
4/28				DIV 4/07/06 4/28/06			
4/28				MORGAN STANLEY	DIV		59.67
4/28				DIV 4/13/06 4/28/06			
4/28				FIDELITY SPARTAN	DIV		30.93
4/28				U S TREASURY MONEY MARKET			
4/28				DIV 04/28/06			
				CONTINUED ON PAGE 5			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
4/28	39,331		1184	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	39,331.00	
4/28		39,216	96321	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		39,216.00
				NEW BALANCE		15,061.44	
				SECURITY POSITIONS	MKT PRICE		
	816			AT&T INC	26.210		
	323			ABBOTT LABORATORIES	42.740		
	442			ALTRIA GROUP INC	73.160		
	272			AMERICAN EXPRESS COMPANY	53.810		
	544			AMERICAN INTL GROUP INC	65.250		
	255			AMGEN INC	67.700		
	986			BANK OF AMERICA	49.920		
	170			BOEING CO	83.450		
	476			CHEVRON CORP	61.020		
	1,292			CISCO SYSTEMS INC	20.950		
	1,054			CITI GROUP INC	49.950		
	442			COCA COLA CO	41.960		
	493			DELL INC	26.200		
	1,292			EXXON MOBIL CORP	63.080		
	2,210			GENERAL ELECTRIC CO	34.590		
	85			GOLDMAN SACHS GROUP INC	160.290		
	595			HEWLETT PACKARD CO	32.470		
				CONTINUED ON PAGE 6			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	442			HOME DEPOT INC	39.930		
	1,241			INTEL CORP	19.980		
	323			INTERNATIONAL BUSINESS MACHS	82.340		
	731			J.P. MORGAN CHASE & CO	45.380		
	629			JOHNSON & JOHNSON	58.610		
	255			MEDTRONIC INC	50.120		
	459			MERCK & CO	34.420		
	187			MERRILL LYNCH & CO INC	76.260		
	1,870			MICROSOFT CORP	24.150		
	221			MORGAN STANLEY	64.300		
	357			PEPSICO INC	58.240		
	1,547			PFIZER INC	25.330		
	697			PROCTER & GAMBLE CO	58.210		
	238			SCHLUMBERGER LTD	69.140		
	39,331			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	629			SPRINT NEXTEL CORP	24.800		
	952			TIME WARNER INC	17.400		
	238			UNITED PARCEL SVC INC	81.070		
				CLASS B			
	612			VERIZON COMMUNICATIONS	33.030		
	527			WAL-MART STORES INC	45.030		
	357			WELLS FARGO & CO NEW	68.690		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,046,994.61			

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				BALANCE FORWARD			6,817.00
4/05	17		66167	S & P 100 INDEX	4.500	7,667.00	
4/05		17	70453	APRIL 590 PUT	2		3,383.00
4/21		17	58237	S & P 100 INDEX	5.700		9,673.00
4/21		17	62668	APRIL 600 CALL	5.800		9,843.00
4/21	17		67099	MAY 595 CALL	4	6,817.00	
4/21	17		71540	S & P 100 INDEX	.100	170.00	
				APRIL 590 PUT			
				MAY 585 PUT			
				APRIL 600 CALL			
				NEW BALANCE			15,062.00
		17		SECURITY POSITIONS	MKT PRICE		
				S & P 100 INDEX	6.500		
				MAY 595 CALL			
	17			S & P 100 INDEX	1.700		
				MAY 585 PUT			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				2,890.00			11,050.00-

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JOSEPH S POPKIN REVOCABLE TST

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1-7A121-3-0

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051-14-4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		15,452.72	
3/01				INTEL CORP	DIV		127.50
3/01				DIV 2/07/06 3/01/06			
3/01				WELLS FARGO & CO NEW	DIV		185.64
3/07				DIV 2/03/06 3/01/06			
3/07				PFIZER INC	DIV		375.36
3/07				DIV 2/10/06 3/07/06			
3/07				UNITED PARCEL SVC INC	DIV		90.44
3/08	1,802		35007	CLASS B			
3/08				DIV 2/21/06 3/07/06			
3/08				FIDELITY SPARTAN	1	1,802.00	
3/09				U S TREASURY MONEY MARKET			
3/09				MICROSOFT CORP	DIV		174.42
3/10		50,000	43252	DIV 2/17/06 3/09/06			
3/10				U S TREASURY BILL	99.673		49,836.50
3/10				DUE 4/06/2006			
3/10	50,000		69919	4/06/2006			
3/10				U S TREASURY BILL	99.416	49,708.00	
3/10				DUE 4/27/2006			
3/10				4/27/2006			
3/10				FIDELITY SPARTAN	DIV		3.59
3/10				U S TREASURY MONEY MARKET			
3/10				DIV 03/10/06			
3/10				CHEVRON CORP	DIV		214.20
3/10				DIV 2/16/06 3/10/06			
				CONTINUED ON PAGE 2			

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3/10				EXXON MOBIL CORP	DIV		418.88
3/10				DIV 2/10/06 3/10/06			
3/10				INTERNATIONAL BUSINESS MACHS	DIV		68.00
3/10		4,781	39497	DIV 2/10/06 3/10/06			
3/10				FIDELITY SPARTAN	1		4,781.00
3/10	4,913		74136	U S TREASURY MONEY MARKET			
3/10				FIDELITY SPARTAN	1	4,913.00	
3/14				U S TREASURY MONEY MARKET			
3/14				JOHNSON & JOHNSON	DIV		207.57
3/15				DIV 2/28/06 3/14/06			
3/15				TIME WARNER INC	DIV		49.30
3/16				DIV 2/28/06 3/15/06			
3/16				FIDELITY SPARTAN	DIV		3.22
3/16				U S TREASURY MONEY MARKET			
3/16		4,913	87650	DIV 03/16/06			
3/16				FIDELITY SPARTAN	1		4,913.00
3/16		50,000	91621	U S TREASURY MONEY MARKET			
3/16				U S TREASURY BILL	99.486		49,743.00
3/16				DUE 4/27/2006			
3/16	50,000		95289	4/27/2006			
3/16				U S TREASURY BILL	99.396	49,698.00	
3/16				DUE 5/4/2006			
3/16	4,587		99338	5/04/2006			
3/16				FIDELITY SPARTAN	1	4,587.00	
3/16				U S TREASURY MONEY MARKET			

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3/17				AMERICAN INTL GROUP INC	DIV		81.60
3/23				DIV 3/03/06 3/17/06 HOME DEPOT INC	DIV		66.30
3/24				DIV 3/09/06 3/23/06 BANK OF AMERICA	DIV		493.00
3/27		323	3638	DIV 3/03/06 3/24/06 ABBOTT LABORATORIES	44.080		14,237.84
3/27		544	7913	AMERICAN INTL GROUP INC	67.910		36,943.04
3/27		357	11733	PEPSICO INC	59.840		21,362.88
3/27		255	12195	AMGEN INC	72.580		18,507.90
3/27		1,564	16015	PFIZER INC	26.430		41,336.52
3/27		255	16477	AMERICAN EXPRESS COMPANY	53.610		13,670.55
3/27		714	20297	PROCTER & GAMBLE CO	59.400		42,411.60
3/27		986	21086	BANK OF AMERICA	46.930		46,272.98
3/27		629	24579	SPRINT NEXTEL CORP	26.120		16,429.48
3/27		1,071	25368	CITI GROUP INC	47.740		51,129.54
3/27		119	28691	SCHLUMBERGER LTD	122.400		14,565.60
3/27		1,309	29978	CISCO SYSTEMS INC	21.410		28,025.69
3/27		816	32927	AT&T INC	26.900		21,950.40
3/27		476	34260	CHEVRON CORP	57.090		27,174.84
3/27		986	37209	TIME WARNER INC	17.110		16,870.46
3/27		493	38542	DELL INC	30.400		14,987.20
3/27		238	41491	UNITED PARCEL SVC INC	78.840		18,763.92
3/27		2,227	42824	CLASS B GENERAL ELECTRIC CO	34.490		76,809.23
				CONTINUED ON PAGE 4			

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3/27		612	46429	VERIZON COMMUNICATIONS	34.820		21,309.84
3/27		442	47434	HOME DEPOT INC	43.360		19,165.12
3/27		357	50711	WELLS FARGO & CO NEW	65.410		23,351.37
3/27		612	51716	HEWLETT PACKARD CO	33.390		20,434.68
3/27		527	54993	WAL-MART STORES INC	48.120		25,359.24
3/27		340	55998	INTERNATIONAL BUSINESS MACHS	84.530		28,740.20
3/27		1,309	59275	EXXON MOBIL CORP	61.310		80,254.79
3/27		1,275	60280	INTEL CORP	19.970		25,461.75
3/27		629	64562	JOHNSON & JOHNSON	60.970		38,350.13
3/27		748	68844	J.P. MORGAN CHASE & CO	42.060		31,460.88
3/27		442	73126	COCA COLA CO	42.800		18,917.60
3/27		255	77408	MEDTRONIC INC	53.810		13,721.55
3/27		187	81652	MERRILL LYNCH & CO INC	77.500		14,492.50
3/27		425	84960	TYCO INTERNATIONAL LTD	27.170		11,547.25
3/27		442	86254	ALTRIA GROUP INC	73.440		32,460.48
3/27		459	90536	MERCK & CO	36.250		16,638.75
3/27		221	94647	MORGAN STANLEY	62		13,702.00
3/27		1,938	98886	MICROSOFT CORP	27.140		52,597.32
3/27	475,000		63555	U S TREASURY BILL DUE 5/11/2006	99.434	472,311.50	
3/27	475,000		67832	5/11/2006 U S TREASURY BILL DUE 5/18/2006	99.346	471,893.50	
3/27	43,599		72111	5/18/2006 FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	43,599.00	

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
3/27	11,547		88970	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	11,547.00	
3/31				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 03/31/06	DIV		32.30
3/31				PEPSICO INC DIV 3/10/06 3/31/06	DIV		92.82
3/31				SPRINT NEXTEL CORP DIV 3/10/06 3/31/06	DIV		15.73
3/31		59,733	20305	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		59,733.00
3/31	50,000		24803	U S TREASURY BILL DUE 5/4/2006	99.572	49,786.00	
3/31	12,640		29260	5/04/2006 FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	12,640.00	
				NEW BALANCE		6,816.23	
	12,640			SECURITY POSITIONS FIDELITY SPARTAN	MKT PRICE 1		
	100,000			U S TREASURY MONEY MARKET U S TREASURY BILL DUE 5/4/2006 5/04/2006	99.572		
				CONTINUED ON PAGE 6			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	<b>475,000</b>			U S TREASURY BILL DUE 5/11/2006	<b>99.483</b>		
				5/11/2006			
	<b>475,000</b>			U S TREASURY BILL DUE 5/18/2006	<b>99.397</b>		
				5/18/2006			
				MARKET VALUE OF SECURITIES			
				LONG SHORT			
				<b>1,056,892.00</b>			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			4,205.25
				GROSS PROCEEDS FROM SALES			2,636,587.37

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				BALANCE FORWARD			15,453.00
3/08	17		17131	S & P 100 INDEX	2.100	3,587.00	
				MARCH 585 CALL			
3/08		17	21541	S & P 100 INDEX	8.100		13,753.00
				APRIL 585 CALL			
3/08		17	25951	S & P 100 INDEX	2.700		4,573.00
				MARCH 575 PUT			
3/08	17		30361	S & P 100 INDEX	7.600	12,937.00	
				APRIL 580 PUT			
3/15	17		78765	S & P 100 INDEX	8.500	14,467.00	
				APRIL 585 CALL			
3/16		17	83201	S & P 100 INDEX	8.300		14,093.00
				APRIL 590 CALL			
3/27	17		3169	S & P 100 INDEX	8	13,617.00	
				APRIL 590 CALL			
3/27		17	7451	S & P 100 INDEX	2.100		3,553.00
				APRIL 580 PUT			
				NEW BALANCE			6,817.00

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				BALANCE FORWARD		9,145.45	
2/15				ABBOTT LABORATORIES	DIV		88.83
2/15				DIV 1/13/06 2/15/06			
				PROCTER & GAMBLE CO	DIV		199.92
2/16	6,307		96770	DIV 1/20/06 2/15/06			
				FIDELITY SPARTAN	1	6,307.00	
2/24				U S TREASURY MONEY MARKET			
				CITI GROUP INC	DIV		524.79
2/28				DIV 2/06/06 2/24/06			
				FIDELITY SPARTAN	DIV		138.94
2/28				U S TREASURY MONEY MARKET			
				DIV 02/28/06			
2/28				MERRILL LYNCH & CO INC	DIV		46.75
2/28		51,756	4785	DIV 2/06/06 2/28/06			
				FIDELITY SPARTAN	1		51,756.00
2/28	50,000		8291	U S TREASURY MONEY MARKET			
				U S TREASURY BILL	99.553	49,776.50	
				DUE 4/06/2006			
2/28	2,979		12375	4/06/2006			
				FIDELITY SPARTAN	1	2,979.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE		15,452.72	
				SECURITY POSITIONS	MKT PRICE		
	816			AT&T INC	27.590		
				CONTINUED ON PAGE 2			

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	323			ABBOTT LABORATORIES	44.180		
	442			ALTRIA GROUP INC	71.900		
	255			AMERICAN EXPRESS COMPANY	53.880		
	544			AMERICAN INTL GROUP INC	66.360		
	255			AMGEN INC	75.490		
	986			BANK OF AMERICA	45.850		
	476			CHEVRON CORP	56.480		
	1,309			CISCO SYSTEMS INC	20.240		
	1,071			CITI GROUP INC	46.370		
	442			COCA COLA CO	41.970		
	493			DELL INC	29		
	1,309			EXXON MOBIL CORP	59.370		
	2,227			GENERAL ELECTRIC CO	32.870		
	612			HEWLETT PACKARD CO	32.810		
	442			HOME DEPOT INC	42.150		
	1,275			INTEL CORP	20.600		
	340			INTERNATIONAL BUSINESS MACHS	80.240		
	748			J.P. MORGAN CHASE & CO	41.140		
	629			JOHNSON & JOHNSON	57.650		
	255			MEDTRONIC INC	53.950		
	459			MERCK & CO	34.860		
	187			MERRILL LYNCH & CO INC	77.210		
	1,938			MICROSOFT CORP	26.900		
	221			MORGAN STANLEY	59.660		
	357			PEPSICO INC	59.110		
				CONTINUED ON PAGE 3			

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	1,564			PFIZER INC	26.190		
	714			PROCTER & GAMBLE CO	59.930		
	119			SCHLUMBERGER LTD	115		
	2,979			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	629			SPRINT NEXTEL CORP	24.030		
	986			TIME WARNER INC	17.310		
	425			TYCO INTERNATIONAL LTD	25.790		
	238			UNITED PARCEL SVC INC	74.710		
				CLASS B			
	50,000			U S TREASURY BILL	99.553		
				DUE 4/06/2006			
				4/06/2006			
	612			VERIZON COMMUNICATIONS	33.700		
	527			WAL-MART STORES INC	45.360		
	357			WELLS FARGO & CO NEW	64.200		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,038,137.38			

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JOSEPH S POPKIN

6010 LINDEN CIRCLE  
TAMARAC FL 33319

PERIOD ENDING  
2/28/06

PAGE  
4

YOUR ACCOUNT NUMBER  
1-ZA121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
051-14-4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			1,505.38
				GROSS PROCEEDS FROM SALES			1,527,592.75

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



**BERNARD L. MADOFF**  
INVESTMENT SECURITIES LLC  
New York ☐ London

885 Third Avenue  
New York, NY 10022  
(212) 230-2424  
800 334-1343  
Fax (212) 838-4061

Affiliated with  
Madoff Securities International Limited  
12 Berkeley Street  
Mayfair, London W1J 8DT  
Tel 020 7493 6222

JOSEPH S POPKIN

6010 LINDEN CIRCLE  
TAMARAC

FL 33319

PERIOD ENDING  
2/28/06

PAGE  
1

YOUR ACCOUNT NUMBER  
1-ZA121-4-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
051-14-4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			9,146.00
2/15	17		82597	S & P 100 INDEX MARCH 575 PUT	7.200	12,257.00	
2/15	17		87014	S & P 100 INDEX FEBRUARY 585 CALL	.250	442.00	
2/15		17	91431	S & P 100 INDEX FEBRUARY 580 PUT	6		10,183.00
2/16		17	78180	S & P 100 INDEX MARCH 585 CALL	5.200		8,823.00
				NEW BALANCE			15,453.00
				SECURITY POSITIONS	MKT PRICE		
		17		S & P 100 INDEX	3.500		
				MARCH 585 CALL			
	17			S & P 100 INDEX	2.800		
				MARCH 575 PUT			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				4,760.00			5,950.00-

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JOSEPH S POPKIN

6010 LINDEN CIRCLE  
TAMARAC FL 33319

PERIOD ENDING  
1/31/06

PAGE  
1

YOUR ACCOUNT NUMBER  
1-ZA121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
051-14-4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			.40
1/03				MERCK & CO	DIV		191.52
1/03				DIV 12/02/05 1/03/06			
				PEPSICO INC	DIV		98.28
1/04				DIV 12/09/05 1/03/06			
				HEWLETT PACKARD CO	DIV		51.84
1/09		525,000	9279	DIV 12/14/05 1/04/06			
				U S TREASURY BILL	98.600		517,650.00
				DUE 5/11/2006			
1/09	500,000		9897	5/11/2006			
				U S TREASURY BILL	98.520	492,600.00	
				DUE 5/18/2006			
1/09				5/18/2006			
1/09				CHECK	CN	32,984.90	
1/09				FIDELITY SPARTAN	DIV		29.17
				U S TREASURY MONEY MARKET			
1/09		30,364	8413	DIV 01/09/06			
				FIDELITY SPARTAN	1		30,364.00
1/09	22,458		10786	U S TREASURY MONEY MARKET			
				FIDELITY SPARTAN	1	22,458.00	
1/13	2,227		1099	U S TREASURY MONEY MARKET			
1/13	238		3628	GENERAL ELECTRIC CO	35.170	78,323.59	
				UNITED PARCEL SVC INC	76	18,088.00	
				CLASS B			
				CONTINUED ON PAGE 2			

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



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JOSEPH S POPKIN

6010 LINDEN CIRCLE  
TAMARAC FL 33319

PERIOD ENDING  
1/31/06

PAGE  
2

YOUR ACCOUNT NUMBER  
1-7A121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
051-14-4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
1/13	442		5371	HOME DEPOT INC	41.080	18,157.36	
1/13	612		7900	VERIZON COMMUNICATIONS	31.710	19,406.52	
1/13	612		9643	HEWLETT PACKARD CO	30.200	18,482.40	
1/13	357		12172	WELLS FARGO & CO NEW	63.010	22,494.57	
1/13	340		13915	INTERNATIONAL BUSINESS MACHS	83.190	28,284.60	
1/13	527		16444	WAL-MART STORES INC	45.510	23,983.77	
1/13	1,275		18187	INTEL CORP	26.140	33,328.50	
1/13	1,309		20716	EXXON MOBIL CORP	59.210	77,505.89	
1/13	629		22459	JOHNSON & JOHNSON	62.550	39,343.95	
1/13	748		26731	J.P. MORGAN CHASE & CO	40.310	30,151.88	
1/13	442		31003	COCA COLA CO	41.550	18,365.10	
1/13	255		35275	MEDTRONIC INC	58.190	14,838.45	
1/13	187		39547	MERRILL LYNCH & CO INC	69.360	12,970.32	
1/13	442		43819	ALTRIA GROUP INC	76.030	33,605.26	
1/13	459		48091	MERCK & CO	33.310	15,289.29	
1/13	1,938		52363	MICROSOFT CORP	26.640	51,628.32	
1/13	221		56635	MORGAN STANLEY	58.680	12,968.28	
1/13	323		62650	ABBOTT LABORATORIES	42.280	13,656.44	
1/13	544		66922	AMERICAN INTL GROUP INC	69.670	37,900.48	
1/13	357		69451	PEPSICO INC	59.090	21,095.13	
1/13	255		71194	AMGEN INC	78.130	19,923.15	
1/13	1,564		73723	PFIZER INC	24.580	38,443.12	
1/13	255		75466	AMERICAN EXPRESS COMPANY	53.580	13,662.90	
1/13	714		77995	PROCTER & GAMBLE CO	58.700	41,911.80	
1/13	986		79738	BANK OF AMERICA	46.210	45,563.06	
				CONTINUED ON PAGE 3			

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



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JOSEPH S POPKIN

6010 LINDEN CIRCLE  
TAMARAC FL 33319

PERIOD ENDING  
1/31/06

PAGE  
3

YOUR ACCOUNT NUMBER  
1-2A121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
051-14-4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
1/13	629		82267	SPRINT NEXTEL CORP	23	14,467.00	
1/13	1,071		84010	CITI GROUP INC	48.170	51,590.07	
1/13	119		86539	SCHLUMBERGER LTD	106.520	12,675.88	
1/13	1,309		88282	CISCO SYSTEMS INC	18.840	24,661.56	
1/13	816		90811	AT&T INC	24.880	20,302.08	
1/13	476		92554	CHEVRON CORP	58.790	27,984.04	
1/13	986		95083	TIME WARNER INC	17.470	17,225.42	
1/13	493		96826	DELL INC	30.940	15,253.42	
1/13	425		99355	TYCO INTERNATIONAL LTD	30.690	13,043.25	
1/13		1,025,000	58367	U S TREASURY BILL DUE 5/18/2006	98.531		1,009,942.75
1/13				5/18/2006 FIDELITY SPARTAN	DIV		8.74
1/13	33,166		25201	U S TREASURY MONEY MARKET DIV 01/13/06	1	33,166.00	
1/13		22,458	50288	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		22,458.00
1/23	9,044		49454	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	9,044.00	
1/31				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 01/31/06	DIV		66.93
1/31				MORGAN STANLEY DIV 1/13/06 1/31/06	DIV		59.67

CONTINUED ON PAGE 4

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



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JOSEPH S POPKIN

6010 LINDEN CIRCLE  
TAMARAC FL 33319

PERIOD ENDING  
1/31/06

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4

YOUR ACCOUNT NUMBER  
1-7A121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
051-14-4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
1/31		42,210	66514	FIDELITY SPARTAN	1		42,210.00
1/31	45,449		73391	U S TREASURY MONEY MARKET	1	45,449.00	
				FIDELITY SPARTAN			
				U S TREASURY MONEY MARKET			
				NEW BALANCE		9,145.45	
				SECURITY POSITIONS	MKT PRICE		
	816			AT&T INC	25.950		
	323			ABBOTT LABORATORIES	43.150		
	442			ALTRIA GROUP INC	72.340		
	255			AMERICAN EXPRESS COMPANY	52.450		
	544			AMERICAN INTL GROUP INC	65.460		
	255			AMGEN INC	72.890		
	986			BANK OF AMERICA	44.230		
	476			CHEVRON CORP	59.380		
	1,309			CISCO SYSTEMS INC	18.570		
	1,071			CITI GROUP INC	46.580		
	442			COCA COLA CO	41.380		
	493			DELL INC	29.310		
	1,309			EXXON MOBIL CORP	62.750		
	2,227			GENERAL ELECTRIC CO	32.750		
	612			HEWLETT PACKARD CO	31.180		
	442			HOME DEPOT INC	40.550		
	1,275			INTEL CORP	21.270		
				CONTINUED ON PAGE 5			

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



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**JOSEPH S POPKIN**

**6010 LINDEN CIRCLE  
TAMARAC**

**FL 33319**

PERIOD ENDING

**1/31/06**

PAGE

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YOUR ACCOUNT NUMBER

**1-7A121-3-0**

YOUR TAX PAYER IDENTIFICATION NUMBER

**051-14-4577**

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	340			INTERNATIONAL BUSINESS MACHS	81.300		
	748			J.P. MORGAN CHASE & CO	39.750		
	629			JOHNSON & JOHNSON	57.540		
	255			MEDTRONIC INC	56.470		
	459			MERCK & CO	34.500		
	187			MERRILL LYNCH & CO INC	75.070		
	1,938			MICROSOFT CORP	28.150		
	221			MORGAN STANLEY	61.450		
	357			PEPSICO INC	57.180		
	1,564			PFIZER INC	25.680		
	714			PROCTER & GAMBLE CO	59.230		
	119			SCHLUMBERGER LTD	127.450		
	45,449			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	629			SPRINT NEXTEL CORP	22.890		
	986			TIME WARNER INC	17.530		
	425			TYCO INTERNATIONAL LTD	26.050		
	238			UNITED PARCEL SVC INC	74.910		
				CLASS B			
	612			VERIZON COMMUNICATIONS	31.660		
	527			WAL-MART STORES INC	46.110		
	357			WELLS FARGO & CO NEW	62.360		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,028,647.57			

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



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**JOSEPH S POPKIN**

**6010 LINDEN CIRCLE  
TAMARAC FL 33319**

PERIOD ENDING

**1/31/06**

PAGE

**6**

YOUR ACCOUNT NUMBER

**1-ZA121-3-0**

YOUR TAX PAYER IDENTIFICATION NUMBER

**051-14-4577**

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				<b>YEAR-TO-DATE SUMMARY</b>			
				<b>DIVIDENDS</b>			<b>506.15</b>
				<b>GROSS PROCEEDS FROM SALES</b>			<b>1,527,592.75</b>

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



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PERIOD ENDING  
1/31/06

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1

YOUR ACCOUNT NUMBER  
1-7A121-4-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
051-14-4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				NO BALANCE FORWARD			
1/11		17	60907	S & P 100 INDEX JANUARY 590 CALL	1.750		2,958.00
1/11	17		65179	S & P 100 INDEX JANUARY 585 PUT	3.300	5,627.00	
1/23		17	30125	S & P 100 INDEX FEBRUARY 585 CALL	4.700		7,973.00
1/23	17		34545	S & P 100 INDEX FEBRUARY 580 PUT	5.800	9,877.00	
1/23	17		39191	S & P 100 INDEX JANUARY 590 CALL	.050	85.00	
1/23		17	43775	S & P 100 INDEX JANUARY 585 PUT	6.500		11,033.00
1/30	17		57348	S & P 100 INDEX FEBRUARY 585 CALL	1.950	3,332.00	
1/31		17	61880	S & P 100 INDEX FEBRUARY 585 CALL	3.600		6,103.00
				NEW BALANCE			9,146.00
		17		SECURITY POSITIONS S & P 100 INDEX FEBRUARY 585 CALL	MKT PRICE 2.200		
	17			S & P 100 INDEX FEBRUARY 580 PUT	6.800		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				11,560.00			3,740.00-

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES

## Proceeds From Broker and Barter Exchange Transactions

**Copy B**

**For Recipient**

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

☐ CORRECTED (if checked)

PAYER'S name, street address, city, state, ZIP code, and telephone no.  <b>BERNARD L. MADOFF</b> <b>885 THIRD AVE.</b> <b>NEW YORK, NY 10022</b>  <b>DIRECT INQUIRIES TO: 212 230-2470</b>		1a Total ordinary dividends \$ <b>19895.56</b>	OMB No. 1545-0110  <b>2006</b>  Form 1099-DIV	<b>Dividends and Distributions</b>   <b>Copy B</b> <b>For Recipient</b>
		1b Qualified dividends \$		
		2a Total capital gain distr. \$	2b Unrecap. Sec. 1250 gain \$	
PAYER'S federal identification number  <b>13-1997126</b>	RECIPIENT'S identification number  <b>4577</b>			
RECIPIENT'S name, address, and ZIP code  <b>JOSEPH S POPKIN REVOCABLE TST</b> <b>6010 LINDEN CIRCLE</b> <b>TAMARAC FL 33319</b>		2c Section 1202 gain \$	2d Collectibles (28%) gain \$	This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.
		3 Nondividend distributions \$	4 Federal income tax withheld \$	
			5 Investment expenses \$	
		6 Foreign tax paid \$	7 Foreign country or U.S. possession	
		8 Cash liquidation distributions \$	9 Noncash liquidation distributions \$	
Account number (see instructions)  <b>1ZA121</b>				

Form 1099-DIV

(keep for your records)

Department of the Treasury - Internal Revenue Service





**BERNARD L. MADOFF**  
**INVESTMENT SECURITIES LLC**  
New York ☐ London

212 230-2424  
800 334-1343  
Fax 212 838-4061

WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:

**4/07/06**

**CW CHECK**

**25,819.77**

**JOSEPH S POPKIN REVOCABLE TST**

**CLIENT'S ACCOUNT NUMBER**

**1-ZA121-3**

**6010 LINDEN CIRCLE  
TAMARAC**

**FL 33319**

**M/MO**



**BERNARD L. MADOFF**  
**INVESTMENT SECURITIES LLC**  
New York ☐ London

212 230-2424  
800 334-1343  
Fax 212 838-4061

WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:

1/09/06

CW CHECK

32,984.90

JOSEPH S POPKIN

CLIENT'S ACCOUNT NUMBER

1-ZA121-3

6010 LINDEN CIRCLE  
TAMARAC

FL 33319

**MEMO**



**BERNARD L. MADOFF**  
INVESTMENT SECURITIES LLC  
New York ☐ London

212 230-2424  
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WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:

**10/06/06**

**CN CHECK**

**49,722.44**

**JOSEPH S. POPKIN REVOCABLE TST**

**CLIENT'S ACCOUNT NUMBER**

**1-ZA121-3**

**6010 LINDEN CIRCLE  
TAMARAC**

**FL 33319**

**MEMO**



**BERNARD L. MADOFF**  
**INVESTMENT SECURITIES LLC**  
New York □ London

212 230-2424  
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WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:

**7/10/06**

**CW CHECK**

**28,630.00**

**JOSEPH S POPKIN REVOCABLE TST**

**CLIENT'S ACCOUNT NUMBER**

**1-7A121-3**

**6010 LINDEN CIRCLE**  
**TAMARAC**

**FL 33319**

**MEMO**

PORTFOLIO MANAGEMENT REPORT AS OF 12/31/05

THIS REPORT IS PROVIDED TO ASSIST YOU IN EVALUATING THE PERFORMANCE OF YOUR  
ACCOUNT AND SHOULD NOT BE USED FOR INCOME TAX PURPOSES.

JOSEPH S POPKIN

1-ZA121-3

6010 LINDEN CIRCLE  
TAMARAC

FL 33319

STARTING EQUITY FOR CURRENT YEAR	1,052,337.68CR
CAPITAL ADDITIONS	
CAPITAL WITHDRAWALS	86,543.90-
REALIZED P/L FOR CURRENT YEAR	98,264.12CR
UNREALIZED P/L ON OPEN SECURITY POSITIONS	
CURRENT CASH BALANCE	.40CR
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	1,064,057.50 NET LONG
TOTAL EQUITY	1,064,057.90CR
ANNUALIZED RETURN FOR CURRENT YEAR	9.83 %

PORTFOLIO MANAGEMENT REPORT AS OF 9/30/05

THIS REPORT IS PROVIDED TO ASSIST YOU IN EVALUATING THE PERFORMANCE OF YOUR  
ACCOUNT AND SHOULD NOT BE USED FOR INCOME TAX PURPOSES.

JOSEPH S POPKIN

1-ZA121-3

6010 LINDEN CIRCLE  
TAMARAC

FL 33319

STARTING EQUITY FOR CURRENT YEAR	1,052,337.68CR	
CAPITAL ADDITIONS		
CAPITAL WITHDRAWALS	65,759.86-	
REALIZED P/L FOR CURRENT YEAR	65,459.72CR	
UNREALIZED P/L ON OPEN SECURITY POSITIONS	180.50-	
CURRENT CASH BALANCE	.54CR	
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	1,051,856.50	NET LONG
TOTAL EQUITY	1,051,857.04CR	
ANNUALIZED RETURN FOR CURRENT YEAR	8.63 %	

PORTFOLIO MANAGEMENT REPORT AS OF 6/30/05

THIS REPORT IS PROVIDED TO ASSIST YOU IN EVALUATING THE PERFORMANCE OF YOUR  
ACCOUNT AND SHOULD NOT BE USED FOR INCOME TAX PURPOSES.

JOSEPH S POPKIN

1-ZA121-3

6010 LINDEN CIRCLE  
TAMARAC

FL 33319

STARTING EQUITY FOR CURRENT YEAR	1,052,337.68CR	
CAPITAL ADDITIONS		
CAPITAL WITHDRAWALS	42,930.66-	
REALIZED P/L FOR CURRENT YEAR	44,270.18CR	
UNREALIZED P/L ON OPEN SECURITY POSITIONS	225.00CR	
CURRENT CASH BALANCE	.20CR	
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	1,053,902.00	NET LONG
TOTAL EQUITY	1,053,902.20CR	
1		
ANNUALIZED RETURN FOR CURRENT YEAR	8.78 %	

PORTFOLIO MANAGEMENT REPORT AS OF 3/31/05

THIS REPORT IS PROVIDED TO ASSIST YOU IN EVALUATING THE PERFORMANCE OF YOUR  
ACCOUNT AND SHOULD NOT BE USED FOR INCOME TAX PURPOSES.

JOSEPH S POPKIN

1-ZA121-3

6010 LINDEN CIRCLE  
TAMARAC

FL 33319

STARTING EQUITY FOR CURRENT YEAR	1,052,337.68CR	
CAPITAL ADDITIONS		
CAPITAL WITHDRAWALS	21,264.68-	
REALIZED P/L FOR CURRENT YEAR	20,599.48CR	
UNREALIZED P/L ON OPEN SECURITY POSITIONS	1,066.50CR	
CURRENT CASH BALANCE	.73CR	
NET MARKET VALUE OF OPEN SECURITIES POSITIONS	1,052,738.25	NET LONG
TOTAL EQUITY	1,052,738.98CR	
ANNUALIZED RETURN FOR CURRENT YEAR	8.50 %	





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YOUR ACCOUNT NUMBER  
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051-14-4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			10,368.78
12/01				INTEL CORP	DIV		110.88
12/01				DIV 11/07/05 12/01/05			
12/01				WELLS FARGO & CO NEW	DIV		196.56
12/06				DIV 11/04/05 12/01/05			
12/06				PFIZER INC	DIV		321.48
12/08				DIV 11/11/05 12/06/05			
12/08				MICROSOFT CORP	DIV		167.04
12/09				DIV 11/17/05 12/08/05			
12/09				EXXON MOBIL CORP	DIV		422.82
12/12				DIV 11/10/05 12/09/05			
12/12				CHEVRON CORP	DIV		234.90
12/12				DIV 11/18/05 12/12/05			
12/12				INTERNATIONAL BUSINESS MACHS	DIV		72.00
12/13				DIV 11/10/05 12/10/05			
12/13				JOHNSON & JOHNSON	DIV		225.72
12/13				DIV 11/22/05 12/13/05			
12/13		792	36628	J.P. MORGAN CHASE & CO	39.500		31,284.00
12/13	792		36628	J.P. MORGAN CHASE & CO	39.500	31,284.00	
12/15				COCA COLA CO	DIV		131.04
12/15				DIV 12/01/05 12/15/05			
12/15				HOME DEPOT INC	DIV		48.60
12/15				DIV 12/01/05 12/15/05			
12/15				TIME WARNER INC	DIV		53.10
12/15				DIV 11/30/05 12/15/05			
				CONTINUED ON PAGE 2			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
12/16		630	2419	VERIZON COMMUNICATIONS	30.800		19,404.00
12/16		522	2570	CHEVRON CORP	59.840		31,236.48
12/16		378	6676	WELLS FARGO & CO NEW	63.400		23,965.20
12/16		540	6827	DELL INC	33.070		17,857.80
12/16		576	10933	WAL-MART STORES INC	49.470		28,494.72
12/16		2,394	11085	GENERAL ELECTRIC CO	35.450		84,867.30
12/16		1,458	15190	EXXON MOBIL CORP	59.600		86,896.80
12/16		486	15343	HOME DEPOT INC	42.160		20,489.76
12/16		648	19600	HEWLETT PACKARD CO	29.320		18,999.36
12/16		360	23857	INTERNATIONAL BUSINESS MACHS	84.470		30,409.20
12/16		1,386	28114	INTEL CORP	26.740		37,061.64
12/16		684	32371	JOHNSON & JOHNSON	60.330		41,265.72
12/16		792	36628	J.P. MORGAN CHASE & CO	39.500		31,284.00
12/16		468	40885	COCA COLA CO	41.080		19,225.44
12/16		270	45142	MEDTRONIC INC	56.380		15,222.60
12/16		216	47848	MERRILL LYNCH & CO INC	68.690		14,837.04
12/16		468	51750	ALTRIA GROUP INC	74.090		34,674.12
12/16		504	55950	MERCK & CO	29.030		14,631.12
12/16		2,088	60193	MICROSOFT CORP	27.310		57,023.28
12/16		252	64167	MORGAN STANLEY	57.440		14,474.88
12/16		360	68551	ABBOTT LABORATORIES	39.520		14,227.20
12/16		594	72808	AMERICAN INTL GROUP INC	66.170		39,304.98
12/16		378	76874	PEPSICO INC	59.110		22,343.58
12/16		288	77065	AMGEN INC	77.530		22,328.64
12/16		1,692	81131	PFIZER INC	22.140		37,460.88
				CONTINUED ON PAGE 3			

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12/16		288	81318	AMERICAN EXPRESS COMPANY	51		14,688.00
12/16		792	85388	PROCTER & GAMBLE CO	58.530		46,355.76
12/16		918	85575	BANK OF AMERICA	46.580		42,760.44
12/16		666	89645	SPRINT NEXTEL CORP	25.170		16,763.22
12/16		1,170	89832	CITI GROUP INC	49.590		58,020.30
12/16		756	93899	AT&T INC	24.990		18,892.44
12/16		504	94061	COMCAST CORP	26.660		13,436.64
				CL A			
12/16		1,062	98156	TIME WARNER INC	17.850		18,956.70
12/16		1,458	98312	CISCO SYSTEMS INC	17.510		25,529.58
12/16				FIDELITY SPARTAN	DIV		25.00
				U S TREASURY MONEY MARKET			
				DIV 12/16/05			
12/16				AMERICAN INTL GROUP INC	DIV		89.10
				DIV 12/02/05 12/16/05			
12/16		16,365	48655	FIDELITY SPARTAN	1		16,365.00
				U S TREASURY MONEY MARKET			
12/16	500,000		53021	U S TREASURY BILL	98.794	493,970.00	
				DUE 4/06/2006			
				4/06/2006			
12/16	500,000		57278	U S TREASURY BILL	98.705	493,525.00	
				DUE 4/13/2006			
				4/13/2006			
12/16	48,028		62257	FIDELITY SPARTAN	1	48,028.00	
				U S TREASURY MONEY MARKET			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
12/22				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 12/22/05	DIV		27.69
12/22		48,028	68641	FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 12/22/05	1		48,028.00
12/22	48,056		73341	FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 12/22/05	1	48,056.00	
12/23				BANK OF AMERICA DIV 12/02/05 12/23/05	DIV		459.00
12/30				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 12/30/05	DIV		36.97
12/30				SPRINT NEXTEL CORP DIV 12/09/05 12/30/05	DIV		16.65
12/30	525,000		1275	TRANS TO 40 ACCT U S TREASURY BILL DUE 5/18/2006	JRNL 98.405	24,624.00 516,626.25	
12/30	30,364		6258	FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 12/30/05	1	30,364.00	
12/30		48,056	78259	FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 12/30/05	1		48,056.00
12/30		25,000	82053	U S TREASURY BILL DUE 3/30/2006	99.003		24,750.75
				3/30/2006			
				CONTINUED ON PAGE 5			

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WIGHT OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	500,000	85834	U S TREASURY BILL DUE 4/06/2006 4/06/2006	98.909		494,545.00
	500,000	90275	U S TREASURY BILL DUE 4/13/2006 4/13/2006	98.824		494,120.00
525,000		96838	U S TREASURY BILL DUE 5/11/2006 5/11/2006	98.489	517,067.25	
			NEW BALANCE			.40
30,364			SECURITY POSITIONS FIDELITY SPARTAN	MKT PRICE 1		
525,000			U S TREASURY MONEY MARKET U S TREASURY BILL DUE 5/11/2006 5/11/2006	98.489		
525,000			U S TREASURY BILL DUE 5/18/2006 5/18/2006	98.405		
			MARKET VALUE OF SECURITIES LONG SHORT			
			1,064,057.50			

STATEMENT FOR INCOME TAX PURPOSES

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			11,252.81
				GROSS PROCEEDS FROM SALES			9,753,689.15

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				BALANCE FORWARD		10,368.00	
12/14	18		68360	S & P 100 INDEX	8.200	14,778.00	
12/14		18	72617	DECEMBER 570 CALL			522.00
				S & P 100 INDEX	.300		
12/30				DECEMBER 565 PUT			
				TRANS FROM 30 ACCT	JRNL		24,624.00
				NEW BALANCE			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		2,843.23	
11/15				PROCTER & GAMBLE CO	DIV		221.76
11/17		50,000	41558	DIV 10/21/05 11/15/05 U S TREASURY BILL DUE 4/06/2006	98.444		49,222.00
11/17	25,000		45496	4/06/2006 U S TREASURY BILL DUE 3/30/2006	98.541	24,635.25	
11/17				3/30/2006 FIDELITY SPARTAN	DIV		8.93
11/17		4,183	39932	U S TREASURY MONEY MARKET DIV 11/17/05	1		4,183.00
11/17	15,567		49115	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	15,567.00	
11/21		756		FIDELITY SPARTAN U S TREASURY MONEY MARKET	DELV		16,752.96
11/21	756			SBC COMMUNICATIONS INC NAME CHANGE	RECD	16,752.96	
11/23				AT&T INC NAME CHANGE	DIV		514.80
11/23				CITI GROUP INC DIV 11/07/05 11/23/05	DIV		43.20
				MERRILL LYNCH & CO INC DIV 11/04/05 11/23/05			
				CONTINUED ON PAGE 2			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
11/30				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 11/30/05	DIV		18.57
11/30		15,567	58800	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		15,567.00
11/30	16,365		63974	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	16,365.00	
				NEW BALANCE			10,368.78
				SECURITY POSITIONS	MKT PRICE		
	756			AT&T INC	24.910		
	360			ABBOTT LABORATORIES	37.710		
	468			ALTRIA GROUP INC	72.790		
	288			AMERICAN EXPRESS COMPANY	51.420		
	594			AMERICAN INTL GROUP INC	67.140		
	288			AMGEN INC	80.930		
	918			BANK OF AMERICA	45.890		
	522			CHEVRON CORP	57.310		
	1,458			CISCO SYSTEMS INC	17.540		
	1,170			CITI GROUP INC	48.550		
	468			COCA COLA CO	42.690		
	504			COMCAST CORP	26.400		
				CL A			
	540			DELL INC	30.160		
				CONTINUED ON PAGE 3			

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	1,458			EXXON MOBIL CORP	58.030		
	2,394			GENERAL ELECTRIC CO	35.720		
	648			HEWLETT PACKARD CO	29.670		
	486			HOME DEPOT INC	41.780		
	1,386			INTEL CORP	26.680		
	360			INTERNATIONAL BUSINESS MACHS	88.900		
	792			J.P. MORGAN CHASE & CO	38.250		
	684			JOHNSON & JOHNSON	61.750		
	270			MEDTRONIC INC	55.570		
	504			MERCK & CO	29.400		
	216			MERRILL LYNCH & CO INC	66.420		
	2,088			MICROSOFT CORP	27.710		
	252			MORGAN STANLEY	56.030		
	378			PEPSICO INC	59.200		
	1,692			PFIZER INC	21.200		
	792			PROCTER & GAMBLE CO	57.190		
	16,365			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	666			SPRINT NEXTEL CORP	25.040		
	1,062			TIME WARNER INC	17.980		
	25,000			U S TREASURY BILL	98.703		
				DUE 3/30/2006			
				3/30/2006			
	630			VERIZON COMMUNICATIONS	31.980		
	576			WAL-MART STORES INC	48.560		
				CONTINUED ON PAGE 4			

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				BALANCE FORWARD			2,844.00
11/14	18		22080	S & P 100 INDEX	9.200	16,578.00	
11/14		18	26502	NOVEMBER 555 CALL	7		12,582.00
11/14		18	30924	S & P 100 INDEX	.300		522.00
11/14	18		35346	NOVEMBER 550 PUT	5.400	9,738.00	
				DECEMBER 565 PUT			
				NEW BALANCE		10,368.00	
		18		SECURITY POSITIONS	MKT PRICE		
	18			S & P 100 INDEX	9.100		
				DECEMBER 570 CALL			
				S & P 100 INDEX	1.650		
				DECEMBER 565 PUT			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				2,970.00			16,380.00-

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				BALANCE FORWARD		611.46	
10/03				COCA COLA CO	DIV		146.16
10/05				DIV 9/15/05 10/01/05			
				HEWLETT PACKARD CO	DIV		53.28
10/07				DIV 9/14/05 10/05/05			
10/07				CHECK	CW	20,784.04	
				FIDELITY SPARTAN	DIV		34.41
				U S TREASURY MONEY MARKET			
10/07		40,347	58620	DIV 10/07/05	1		40,347.00
				FIDELITY SPARTAN			
10/07	19,597		60636	U S TREASURY MONEY MARKET	1	19,597.00	
				FIDELITY SPARTAN			
10/11				U S TREASURY MONEY MARKET			
				ALTRIA GROUP INC	DIV		388.80
10/17	3,204		54242	DIV 9/15/05 10/11/05			
				FIDELITY SPARTAN	1	3,204.00	
				U S TREASURY MONEY MARKET			
10/19	360		70	ABBOTT LABORATORIES	42.210	15,195.60	
10/19	594		4343	AMERICAN INTL GROUP INC	62.110	36,893.34	
10/19	288		8616	AMGEN INC	75.820	21,836.16	
10/19	378		11169	PEPSICO INC	57.250	21,640.50	
10/19	288		12889	AMERICAN EXPRESS COMPANY	48.060	13,841.28	
10/19	1,692		15442	PFIZER INC	24.280	41,081.76	
10/19	918		17162	BANK OF AMERICA	42.010	38,565.18	
				CONTINUED ON PAGE 2			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
10/19	792		19715	PROCTER & GAMBLE CO	55.840	44,225.28	
10/19	1,170		21435	CITI GROUP INC	44.790	52,404.30	
10/19	666		23988	SPRINT NEXTEL CORP	23.140	15,411.24	
10/19	504		25708	COMCAST CORP	27.290	13,754.16	
				CL A			
10/19	756		28258	SBC COMMUNICATIONS INC	22.160	16,752.96	
10/19	1,458		29981	CISCO SYSTEMS INC	17.260	25,165.08	
10/19	1,062		32531	TIME WARNER INC	17.680	18,776.16	
10/19	522		34254	CHEVRON CORP	58.800	30,693.60	
10/19	630		36804	VERIZON COMMUNICATIONS	29.850	18,805.50	
10/19	540		38527	DELL INC	33	17,820.00	
10/19	378		41077	WELLS FARGO & CO NEW	58.740	22,203.72	
10/19	2,394		42800	GENERAL ELECTRIC CO	34.300	82,114.20	
10/19	576		45350	WAL-MART STORES INC	44.820	25,816.32	
10/19	486		47073	HOME DEPOT INC	38.180	18,555.48	
10/19	1,458		49623	EXXON MOBIL CORP	57.450	83,762.10	
10/19	648		51346	HEWLETT PACKARD CO	27.030	17,515.44	
10/19	360		55619	INTERNATIONAL BUSINESS MACHS	82.030	29,530.80	
10/19	1,386		59892	INTEL CORP	23.130	32,058.18	
10/19	684		64165	JOHNSON & JOHNSON	63.500	43,434.00	
10/19	792		68438	J.P. MORGAN CHASE & CO	33.900	26,848.80	
10/19	468		72711	COCA COLA CO	41.700	19,515.60	
10/19	270		76984	MEDTRONIC INC	55.780	15,060.60	
10/19	216		81257	MERRILL LYNCH & CO INC	60.020	12,964.32	
10/19	468		85530	ALTRIA GROUP INC	69.650	32,596.20	

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
10/19	504		89803	MERCK & CO	26.740	13,476.96	
10/19	2,088		94076	MICROSOFT CORP	24.610	51,385.68	
10/19	252		98349	MORGAN STANLEY	51.830	13,061.16	
10/19				FIDELITY SPARTAN	DIV		20.48
				U S TREASURY MONEY MARKET			
				DIV 10/19/05			
10/19		22,801	58686	FIDELITY SPARTAN	1		22,801.00
				U S TREASURY MONEY MARKET			
10/19		25,000	62969	U S TREASURY BILL	99.126		24,781.50
				DUE 1/12/2006			
				1/12/2006			
10/19		200,000	66307	U S TREASURY BILL	98.969		197,938.00
				DUE 1/26/2006			
				1/26/2006			
10/19		200,000	69588	U S TREASURY BILL	98.881		197,762.00
				DUE 2/2/2006			
				2/02/2006			
10/19		300,000	73309	U S TREASURY BILL	98.801		296,403.00
				DUE 2/9/2006			
				2/09/2006			
10/19		300,000	77392	U S TREASURY BILL	98.720		296,160.00
				DUE 2/16/2006			
				2/16/2006			
10/19	50,000		79552	U S TREASURY BILL	98.146	49,073.00	
				DUE 4/06/2006			
				4/06/2006			
				CONTINUED ON PAGE 4			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
10/19	4,032		82874	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	4,032.00	
10/21				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 10/21/05	DIV		.70
10/21		4,032	5407	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		4,032.00
10/21	3,060		9714	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	3,060.00	
10/25				GENERAL ELECTRIC CO DIV 9/26/05 10/25/05	DIV		534.60
10/31	1,123		17390	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	1,123.00	
				NEW BALANCE		2,843.23	
	360			SECURITY POSITIONS	MKT PRICE		
	468			ABBOTT LABORATORIES	43.050		
	288			ALTRIA GROUP INC	75.050		
	594			AMERICAN EXPRESS COMPANY	49.770		
	288			AMERICAN INTL GROUP INC	64.800		
	918			AMGEN INC	75.760		
	522			BANK OF AMERICA	43.740		
	1,458			CHEVRON CORP	57.070		
				CISCO SYSTEMS INC	17.450		
				CONTINUED ON PAGE 5			

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	1,170			CITI GROUP INC	45.780		
	468			COCA COLA CO	42.780		
	504			COMCAST CORP	27.830		
				CL A			
	540			DELL INC	31.880		
	1,458			EXXON MOBIL CORP	56.140		
	2,394			GENERAL ELECTRIC CO	33.910		
	548			HEWLETT PACKARD CO	28.040		
	486			HOME DEPOT INC	41.040		
	1,386			INTEL CORP	23.500		
	360			INTERNATIONAL BUSINESS MACHS	81.880		
	792			J.P. MORGAN CHASE & CO	36.620		
	684			JOHNSON & JOHNSON	62.620		
	270			MEDTRONIC INC	56.660		
	504			MERCK & CO	28.220		
	216			MERRILL LYNCH & CO INC	64.740		
	2,088			MICROSOFT CORP	25.700		
	252			MORGAN STANLEY	54.410		
	378			PEPSICO INC	59.080		
	1,692			PFIZER INC	21.740		
	792			PROCTER & GAMBLE CO	55.990		
	756			SBC COMMUNICATIONS INC	23.850		
	4,183			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	666			SPRINT NEXTEL CORP	23.310		
				CONTINUED ON PAGE 6			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	1,062			TIME WARNER INC	17.830		
	50,000			U S TREASURY BILL	98.256		
				DUE 4/06/2006			
				4/06/2006			
	630			VERIZON COMMUNICATIONS	31.510		
	576			WAL-MART STORES INC	47.310		
	378			WELLS FARGO & CO NEW	60.200		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,050,504.52			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				<b>YEAR-TO-DATE SUMMARY</b>			
				<b>DIVIDENDS</b>			<b>7,807.00</b>
				<b>GROSS PROCEEDS FROM SALES</b>			<b>7,657,662.58</b>

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			612.00
10/17		18	2623	S & P 100 INDEX	4		7,182.00
10/17	18		6896	OCTOBER 550 CALL	2.200	3,978.00	
10/21		18	906	S & P 100 INDEX	1.700		3,042.00
10/21		18	87392	OCTOBER 545 PUT	6.500		11,682.00
10/21	18		91817	S & P 100 INDEX	6.200	11,178.00	
10/21	18		96321	NOVEMBER 555 CALL	2.500	4,518.00	
				NOVEMBER 550 PUT			
				OCTOBER 550 CALL			
				NEW BALANCE			2,844.00
		18		SECURITY POSITIONS	MKT PRICE		
				S & P 100 INDEX	5.900		
	18			NOVEMBER 555 CALL	4.600		
				S & P 100 INDEX			
				NOVEMBER 550 PUT			
				MARKET VALUE OF SECURITIES			
				LONG	SHORT		
				8,280.00	10,620.00-		

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				BALANCE FORWARD			13,122.82
9/07	2,124		71130	FIDELITY SPARTAN	1	2,124.00	
				U S TREASURY MONEY MARKET			
9/09	2,322		2310	MICROSOFT CORP	27.060	62,833.32	
9/09	252		6585	MORGAN STANLEY	51.110	12,879.72	
9/09	360		16809	ABBOTT LABORATORIES	44.930	16,174.80	
9/09	1,008		19410	ORACLE CORPORATION	13.430	13,537.44	
9/09	594		21084	AMERICAN INTL GROUP INC	59.600	35,402.40	
9/09	378		23685	PEPSICO INC	54.960	20,774.88	
9/09	288		25359	AMGEN INC	80.560	23,201.28	
9/09	1,710		27960	PFIZER INC	25.380	43,399.80	
9/09	270		29634	AMERICAN EXPRESS COMPANY	55.560	15,001.20	
9/09	576		32235	PROCTER & GAMBLE CO	56.100	32,313.60	
9/09	918		33909	BANK OF AMERICA	43.010	39,483.18	
9/09	684		36510	SPRINT NEXTEL CORP	25.100	17,168.40	
9/09	1,188		38184	CITI GROUP INC	44.060	52,343.28	
9/09	756		40781	SBC COMMUNICATIONS INC	24	18,144.00	
9/09	504		42459	COMCAST CORP	30.420	15,331.68	
				CL A			
9/09	1,080		45056	TIME WARNER INC	17.910	19,242.80	
9/09	1,458		46734	CISCO SYSTEMS INC	18.010	26,258.58	
9/09	468		49331	TYCO INTERNATIONAL LTD	27.830	13,024.44	
9/09	558		51009	DELL INC	35.090	19,580.22	
9/09	630		53606	VERIZON COMMUNICATIONS	32.600	20,538.00	
				CONTINUED ON PAGE 2			

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9/09	2,430		55284	GENERAL ELECTRIC CO	33.490	81,380.70	
9/09	396		57881	WELLS FARGO & CO NEW	59.590	23,597.64	
9/09	486		59559	HOME DEPOT INC	40.750	19,804.50	
9/09	774		62156	WAL-MART STORES INC	44.880	34,737.12	
9/09	666		63834	HEWLETT PACKARD CO	27.410	18,255.06	
9/09	1,476		66431	EXXON MOBIL CORP	60.510	89,312.76	
9/09	378		68109	INTERNATIONAL BUSINESS MACHS	79.940	30,217.32	
9/09	1,422		72384	INTEL CORP	25.480	36,232.56	
9/09	684		76659	JOHNSON & JOHNSON	63.270	43,276.68	
9/09	810		80934	J.P. MORGAN CHASE & CO	34.290	27,774.90	
9/09	522		85209	COCA COLA CO	44.500	23,229.00	
9/09	270		89484	MEDTRONIC INC	56.910	15,365.70	
9/09	486		93759	ALTRIA GROUP INC	70.240	34,136.64	
9/09	504		98034	MERCK & CO	28.890	14,560.56	
9/09		500,000	414	U S TREASURY BILL DUE 9/29/2005	99.820		499,100.00
9/09		500,000	96542	U S TREASURY BILL DUE 9/22/2005	99.881		499,405.00
9/09				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 09/09/05	DIY		173.39
9/09	32,000		6338	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	32,000.00	

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9/09		41,935	91842	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		41,935.00
9/19				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 09/19/05	DIV		26.63
9/19		32,000	34153	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		32,000.00
9/19	25,000		37050	U S TREASURY BILL DUE 1/12/2006	98.876	24,719.00	
9/19	6,353		40694	1/12/2006 FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	6,353.00	
9/27	12,564		24879	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	12,564.00	
9/29		468	1654	TYCO INTERNATIONAL LTD	28.710		13,436.28
9/29		558	3421	DELL INC	34.020		18,983.16
9/29		630	5925	VERIZON COMMUNICATIONS	32.330		20,367.90
9/29		2,430	7692	GENERAL ELECTRIC CO	33.550		81,526.50
9/29		396	10196	WELLS FARGO & CO NEW	59.030		23,375.88
9/29		486	11963	HOME DEPOT INC	38.640		18,779.04
9/29		774	14467	WAL-MART STORES INC	43.610		33,754.14
9/29		666	16234	HEWLETT PACKARD CO	29.100		19,380.60
9/29		1,476	18738	EXXON MOBIL CORP	64.670		95,452.92
9/29		378	20505	INTERNATIONAL BUSINESS MACHS	78.160		29,544.48
9/29		1,422	24776	INTEL CORP	24.400		34,696.80
				CONTINUED ON PAGE 4			

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9/29		684	29047	JOHNSON & JOHNSON	64.360		44,022.24
9/29		810	33318	J.P. MORGAN CHASE & CO	34.180		27,685.80
9/29		522	37589	COCA COLA CO	42.450		22,158.90
9/29		270	41860	MEDTRONIC INC	55.240		14,914.80
9/29		486	46134	ALTRIA GROUP INC	72.580		35,273.88
9/29		504	50405	MERCK & CO	27.940		14,081.76
9/29		2,322	54676	MICROSOFT CORP	25.420		59,025.24
9/29		252	58947	MORGAN STANLEY	52.530		13,237.56
9/29		360	69252	ABBOTT LABORATORIES	42.820		15,415.20
9/29		1,008	71760	ORACLE CORPORATION	12.500		12,600.00
9/29		594	73523	AMERICAN INTL GROUP INC	60.760		36,091.44
9/29		378	76031	PEPSICO INC	55.030		20,801.34
9/29		288	77794	AMGEN INC	82.340		23,713.92
9/29		1,710	80302	PFIZER INC	25.170		43,040.70
9/29		270	82065	AMERICAN EXPRESS COMPANY	57.270		15,462.90
9/29		576	84573	PROCTER & GAMBLE CO	57.030		32,849.28
9/29		918	86336	BANK OF AMERICA	42.500		39,015.00
9/29		684	88844	SPRINT NEXTEL CORP	24.710		16,901.64
9/29		1,188	90607	CITI GROUP INC	45.400		53,935.20
9/29		756	93111	SBC COMMUNICATIONS INC	23.810		18,000.36
9/29		504	94878	COMCAST CORP	29.330		14,782.32
				CL A			
9/29		1,080	97382	TIME WARNER INC	18.070		19,515.60
9/29		1,458	99149	CISCO SYSTEMS INC	18.150		26,462.70
9/29	200,000		28824	U S TREASURY BILL DUE 1/26/2006 1/26/2006	98.836	197,672.00	
				CONTINUED ON PAGE 5			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
9/29	200,000		32309	U S TREASURY BILL DUE 2/2/2006 2/02/2006	98.758	197,516.00	
9/29	200,000		35794	U S TREASURY BILL DUE 2/9/2006 2/09/2006	98.677	197,354.00	
9/29	200,000		39279	U S TREASURY BILL DUE 2/16/2006 2/16/2006	98.584	197,168.00	
9/29	100,000		42917	U S TREASURY BILL DUE 2/9/2006 2/09/2006	98.677	98,677.00	
9/29	100,000		46957	U S TREASURY BILL DUE 2/16/2006 2/16/2006	98.584	98,584.00	
9/29	21,315		51303	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	21,315.00	
9/30				PEPSICO INC DIV 9/09/05 9/30/05	DIV		98.28
9/30				SPRINT NEXTEL CORP DIV 9/09/05 9/30/05	DIV		17.10
9/30	115		56668	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	115.00	
				NEW BALANCE		611.46	
	40,347			SECURITY POSITIONS FIDELITY SPARTAN U S TREASURY MONEY MARKET	MKT PRICE 1		
				CONTINUED ON PAGE 6			

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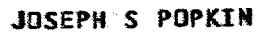
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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	25,000			U S TREASURY BILL DUE 1/12/2006 1/12/2006	98.998		
	200,000			U S TREASURY BILL DUE 1/26/2006 1/26/2006	98.820		
	200,000			U S TREASURY BILL DUE 2/2/2006 2/02/2006	98.733		
	300,000			U S TREASURY BILL DUE 2/9/2006 2/09/2006	98.654		
	300,000			U S TREASURY BILL DUE 2/16/2006 2/16/2006	98.564		
				MARKET VALUE OF SECURITIES LONG SHORT 1,051,856.50			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		13,122.00	
9/07		18	10860	S & P 100 INDEX	3.100		5,562.00
9/07	18		15135	SEPTEMBER 570 CALL	1.900	3,438.00	
9/19		18	20777	S & P 100 INDEX	6.100		10,962.00
9/19	18		25199	SEPTEMBER 560 PUT	5.500	9,918.00	
9/19	18		29626	OCTOBER 575 CALL	1.100	1,998.00	
9/19		18		S & P 100 INDEX	DELV		
9/27	18		63218	SEPTEMBER 570 CALL	2	3,618.00	
9/27		18	67489	S & P 100 INDEX	9		16,182.00
				EXPIRED WORTHLESS			
				OCTOBER 570 PUT			612.00
				NEW BALANCE			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			13,122.82
				NEW BALANCE			13,122.82
	39,811			SECURITY POSITIONS	MKT PRICE		
				FIDELITY SPARTAN	1		
	500,000			U S TREASURY MONEY MARKET			
				U S TREASURY BILL	99.798		
				DUE 9/22/2005			
				9/22/2005			
	500,000			U S TREASURY BILL	99.732		
				DUE 9/29/2005			
				9/29/2005			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,037,461.00			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				<b>YEAR-TO-DATE SUMMARY</b>			
				<b>DIVIDENDS</b>			<b>6,313.17</b>
				<b>GROSS PROCEEDS FROM SALES</b>			<b>4,637,827.60</b>

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		13,122.00	
				NEW BALANCE		13,122.00	

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				BALANCE FORWARD			13,122.20
7/01				COCA COLA CO	DIV		141.12
7/01				DIV 6/15/05 7/01/05			
				MERCK & CO	DIV		184.68
7/01				DIV 6/03/05 7/01/05			
				VIACOM INC	DIV		26.46
				CLASS B NON VOTING SHS			
7/06				DIV 6/07/05 7/01/05			
				HEWLETT PACKARD CO	DIV		51.84
7/07				DIV 6/15/05 7/06/05			
7/11				CHECK	CN	22,829.20	
				ALTRIA GROUP INC	DIV		341.64
7/13				DIV 6/15/05 7/11/05			
				FIDELITY SPARTAN	DIV		74.32
				U S TREASURY MONEY MARKET			
7/13		61,302	91947	DIV 07/13/05			
				FIDELITY SPARTAN	1		61,302.00
7/13	38,547		93838	U S TREASURY MONEY MARKET	1	38,547.00	
				FIDELITY SPARTAN			
7/25				U S TREASURY MONEY MARKET			
				GENERAL ELECTRIC CO	DIV		518.76
7/29	1,264		98821	DIV 6/27/05 7/25/05			
				FIDELITY SPARTAN	1	1,264.00	
				U S TREASURY MONEY MARKET			
				CONTINUED ON PAGE 2			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				NEW BALANCE			13,122.82
	39,811			SECURITY POSITIONS	MKT PRICE		
				FIDELITY SPARTAN	1		
	500,000			U S TREASURY MONEY MARKET			
				U S TREASURY BILL	99.507		
				DUE 9/22/2005			
				9/22/2005			
	500,000			U S TREASURY BILL	99.440		
				DUE 9/29/2005			
				9/29/2005			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,034,546.00			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				<b>YEAR-TO-DATE SUMMARY</b>			
				<b>DIVIDENDS</b>			<b>6,313.17</b>
				<b>GROSS PROCEEDS FROM SALES</b>			<b>4,637,827.60</b>

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				<b>BALANCE FORWARD</b>		<b>13,122.00</b>	
				<b>NEW BALANCE</b>		<b>13,122.00</b>	

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				BALANCE FORWARD			15,174.00
6/16	108			UNITED TECHNOLOGIES CORP	RECD		
6/17				DIV 6/15/05 6/16/05			
				AMERICAN INTL GROUP INC	DIV		72.00
6/20				DIV 6/03/05 6/17/05			
				FIDELITY SPARTAN	DIV		46.72
				U S TREASURY MONEY MARKET			
6/20		24,987	72004	DIV 06/20/05	1		24,987.00
				FIDELITY SPARTAN			
6/20	23,881		76009	U S TREASURY MONEY MARKET	1	23,881.00	
				FIDELITY SPARTAN			
6/23				U S TREASURY MONEY MARKET			
				HOME DEPOT INC	DIV		48.60
6/24				DIV 6/09/05 6/23/05			
				BANK OF AMERICA	DIV		405.00
6/24	3,204		62268	DIV 6/03/05 6/24/05	1	3,204.00	
				FIDELITY SPARTAN			
				U S TREASURY MONEY MARKET			
6/28		558	347	PROCTER & GAMBLE CO	54.200		30,243.60
6/28		486	2037	COMCAST CORP	31.950		15,527.70
				CL A			
6/28		738	4619	SBC COMMUNICATIONS INC	23.790		17,557.02
6/28		1,440	6313	CISCO SYSTEMS INC	20.150		29,016.00
6/28		1,026	8895	TIME WARNER INC	17.400		17,852.40
				CONTINUED ON PAGE 2			

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6/28		540	10589	DELL INC	40.430		21,832.20
6/28		450	13171	TYCO INTERNATIONAL LTD	31.040		13,968.00
6/28		450	14865	THE WALT DISNEY CO	26.630		11,983.50
6/28		414	17439	U S BANCORP	29.280		12,121.92
6/28		2,358	19141	GENERAL ELECTRIC CO	35.430		83,543.94
6/28		216	21087	UNITED TECHNOLOGIES CORP	52.970		11,441.52
6/28		486	23417	HOME DEPOT INC	39.930		19,405.98
6/28		378	25271	VIACOM INC	33.100		12,511.80
				CLASS B NON VOTING SHS			
6/28		648	27693	HEWLETT PACKARD CO	24.520		15,888.96
6/28		612	29547	VERIZON COMMUNICATIONS	35.010		21,426.12
6/28		360	31969	INTERNATIONAL BUSINESS MACHS	76.810		27,651.60
6/28		378	33823	WELLS FARGO & CO NEW	61.600		23,284.80
6/28		1,386	36245	INTEL CORP	27.470		38,073.42
6/28		756	38099	WAL-MART STORES INC	48.680		36,802.08
6/28		648	40521	JOHNSON & JOHNSON	66		42,768.00
6/28		1,404	42375	EXXON MOBIL CORP	60.020		84,268.08
6/28		792	44797	J.P. MORGAN CHASE & CO	36.330		28,773.36
6/28		504	49073	COCA COLA CO	43.420		21,883.68
6/28		270	53349	MEDTRONIC INC	51.960		14,029.20
6/28		180	57625	3M COMPANY	77.900		14,022.00
6/28		468	61901	ALTRIA GROUP INC	67.100		31,402.80
6/28		486	66177	MERCK & CO	31.800		15,454.80
6/28		2,250	70453	MICROSOFT CORP	25.490		57,352.50
6/28		252	74708	MORGAN STANLEY	51.450		12,965.40
				CONTINUED ON PAGE 3			

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6/28		576	80656	AMERICAN INTL GROUP INC	55.910		32,204.16
6/28		270	84932	AMGEN INC	61.620		16,637.40
6/28		1,008	87522	ORACLE CORPORATION	12.720		12,821.76
6/28		270	89208	AMERICAN EXPRESS COMPANY	54.480		14,709.60
6/28		378	91794	PEPSICO INC	55.090		20,824.02
6/28		900	93484	BANK OF AMERICA	47.110		42,399.00
6/28		1,656	96070	PFIZER INC	28.930		47,908.08
6/28		1,170	97760	CITI GROUP INC	47.360		55,411.20
6/28	500,000		74609	U S TREASURY BILL DUE 9/22/2005	99.271	496,355.00	
6/28	500,000		78882	U S TREASURY BILL DUE 9/29/2005	99.204	496,020.00	
6/29	33,593		84238	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	33,593.00	
6/30				PEPSICO INC DIV 6/10/05 6/30/05	DIV		98.28
6/30	624		89673	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	624.00	
				NEW BALANCE			13,122.20
	61,302			SECURITY POSITIONS FIDELITY SPARTAN U S TREASURY MONEY MARKET	MKT PRICE 1		
				CONTINUED ON PAGE 4			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	500,000			U S TREASURY BILL DUE 9/22/2005	99.291		
				9/22/2005			
	500,000			U S TREASURY BILL DUE 9/29/2005	99.229		
				9/29/2005			
				MARKET VALUE OF SECURITIES			
				LONG SHORT			
				1,053,902.00			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			4,974.35
				GROSS PROCEEDS FROM SALES			4,637,827.60

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				<b>BALANCE FORWARD</b>		<b>15,174.00</b>	
<b>6/20</b>	<b>18</b>		<b>54302</b>	<b>S &amp; P 100 INDEX</b>	<b>1.400</b>	<b>2,538.00</b>	
<b>6/20</b>		<b>18</b>	<b>58733</b>	<b>JUNE 570 CALL</b>	<b>5.100</b>		<b>9,162.00</b>
<b>6/20</b>		<b>18</b>	<b>63164</b>	<b>S &amp; P 100 INDEX</b>	<b>.200</b>		<b>342.00</b>
<b>6/20</b>	<b>18</b>		<b>67595</b>	<b>JUNE 565 PUT</b>	<b>4.500</b>	<b>8,118.00</b>	
<b>6/24</b>	<b>18</b>		<b>78978</b>	<b>S &amp; P 100 INDEX</b>	<b>3.100</b>	<b>5,598.00</b>	
<b>6/24</b>		<b>18</b>	<b>83254</b>	<b>JULY 575 CALL</b>	<b>4.900</b>		<b>8,802.00</b>
				<b>JULY 570 PUT</b>			
				<b>NEW BALANCE</b>		<b>13,122.00</b>	

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				BALANCE FORWARD			10,512.85
5/23	756		293	WAL-MART STORES INC	47.110	35,615.16	
5/23	648		1534	JOHNSON & JOHNSON	67.820	43,947.36	
5/23	1,404		4587	EXXON MOBIL CORP	53.490	75,099.96	
5/23	792		5828	J.P. MORGAN CHASE & CO	35.530	28,139.76	
5/23	504		10122	COCA COLA CO	44.470	22,412.88	
5/23	270		14416	MEDTRONIC INC	52.230	14,102.10	
5/23	180		18710	3M COMPANY	77.060	13,870.80	
5/23	468		23004	ALTRIA GROUP INC	66.270	31,014.36	
5/23	486		27298	MERCK & CO	32.930	16,003.98	
5/23	2,250		31592	MICROSOFT CORP	25.490	57,352.50	
5/23	252		35886	MORGAN STANLEY	48.600	12,247.20	
5/23	576		41417	AMERICAN INTL GROUP INC	53.220	30,654.72	
5/23	270		45711	ANGEN INC	62.330	16,829.10	
5/23	1,008		48768	ORACLE CORPORATION	12.200	12,297.60	
5/23	270		50005	AMERICAN EXPRESS COMPANY	52.880	14,277.60	
5/23	378		53062	PEPSICO INC	56.380	21,311.64	
5/23	900		54299	BANK OF AMERICA	46.270	41,643.00	
5/23	1,656		57356	PFIZER INC	28.210	46,715.76	
5/23	1,170		58593	CITI GROUP INC	47.370	55,422.90	
5/23	558		61650	PROCTER & GAMBLE CO	55.700	31,080.60	
5/23	486		62887	COMCAST CORP	31.670	15,391.62	
				CL A			
5/23	738		65940	SBC COMMUNICATIONS INC	23.570	17,394.66	
				CONTINUED ON PAGE 2			

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5/23	1,440		67181	CISCO SYSTEMS INC	19.090	27,489.60	
5/23	1,026		70234	TIME WARNER INC	17.140	17,585.64	
5/23	540		71475	DELL INC	39.510	21,335.40	
5/23	450		74528	TYCO INTERNATIONAL LTD	28.910	13,009.50	
5/23	450		75769	THE WALT DISNEY CO	27.200	12,240.00	
5/23	414		78822	U S BANCORP	29.270	12,117.78	
5/23	2,358		80063	GENERAL ELECTRIC CO	36.530	86,137.74	
5/23	108		83116	UNITED TECHNOLOGIES CORP	104.600	11,296.80	
5/23	486		84357	HOME DEPOT INC	38.990	18,949.14	
5/23	378		87410	VIACOM INC	34.380	12,995.64	
				CLASS B NON VOTING SHS			
5/23	648		88651	HEWLETT PACKARD CO	21.930	14,210.64	
5/23	612		91704	VERIZON COMMUNICATIONS	34.560	21,150.72	
5/23	360		92945	INTERNATIONAL BUSINESS MACHS	74.880	26,956.80	
5/23	378		95998	WELLS FARGO & CO NEW	60.810	22,986.18	
5/23	1,386		97239	INTEL CORP	25.660	35,564.76	
5/23				FIDELITY SPARTAN	DIV		93.75
				U S TREASURY MONEY MARKET			
				DIV 05/23/05			
5/23		37,356	31072	FIDELITY SPARTAN	1		37,356.00
				U S TREASURY MONEY MARKET			
5/23		500,000	34813	U S TREASURY BILL	99.930		499,650.00
				DUE 06/02/2005			
				6/02/2005			
5/23		500,000	39088	U S TREASURY BILL	99.880		499,400.00
				DUE 06/09/2005			
				6/09/2005			
				CONTINUED ON PAGE	3		

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5/23	24,987		44184	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	24,987.00	
				NEW BALANCE			15,174.00
				SECURITY POSITIONS	MKT PRICE		
	468			ALTRIA GROUP INC	67.140		
	270			AMERICAN EXPRESS COMPANY	53.850		
	576			AMERICAN INTL GROUP INC	55.550		
	270			AMGEN INC	62.580		
	900			BANK OF AMERICA	46.320		
	1,440			CISCO SYSTEMS INC	19.380		
	1,170			CITI GROUP INC	47.110		
	504			COCA COLA CO	44.630		
	486			COMCAST CORP	32.200		
				CL A			
	540			DELL INC	39.890		
	450			THE WALT DISNEY CO	27.440		
	1,404			EXXON MOBIL CORP	56.200		
	2,358			GENERAL ELECTRIC CO	36.480		
	648			HEWLETT PACKARD CO	22.510		
	486			HOME DEPOT INC	39.350		
	1,386			INTEL CORP	26.930		
	360			INTERNATIONAL BUSINESS MACHS	75.550		
	792			J.P. MORGAN CHASE & CO	35.750		
				CONTINUED ON PAGE 4			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	648			JOHNSON & JOHNSON	67.100		
	270			MEDTRONIC INC	53.750		
	486			MERCK & CO	32.440		
	2,250			MICROSOFT CORP	25.800		
	252			MORGAN STANLEY	48.960		
	1,008			ORACLE CORPORATION	12.820		
	378			PEPSICO INC	56.260		
	1,656			PFIZER INC	27.900		
	558			PROCTER & GAMBLE CO	55.150		
	738			SBC COMMUNICATIONS INC	23.390		
	24,987			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	180			3M COMPANY	76.650		
	1,026			TIME WARNER INC	17.400		
	450			TYCO INTERNATIONAL LTD	28.930		
	414			U S BANCORP	29.330		
	108			UNITED TECHNOLOGIES CORP	106.700		
	612			VERIZON COMMUNICATIONS	35.380		
	378			VIACOM INC	34.290		
				CLASS B NON VOTING SHS			
	756			WAL-MART STORES INC	47.230		
	378			WELLS FARGO & CO NEW	60.410		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,042,114.44			

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				BALANCE FORWARD		10,512.00	
5/19		18	40180	S & P 100 INDEX	1.300		2,322.00
5/19	18		44474	MAY 565 CALL			
				S & P 100 INDEX	1.600	2,898.00	
5/23	18		17693	MAY 560 PUT			
				S & P 100 INDEX	.750	1,350.00	
5/23		18	22135	MAY 565 CALL			
				S & P 100 INDEX	4.600		8,262.00
5/23	18		26577	JUNE 570 CALL			
				S & P 100 INDEX	6.100	10,998.00	
5/23		18		JUNE 565 PUT			
				S & P 100 INDEX	DELV		
				MAY 560 PUT			
				EXPIRED WORTHLESS			
				NEW BALANCE		15,174.00	
				SECURITY POSITIONS			
		18		S & P 100 INDEX	MKT PRICE		
				JUNE 570 CALL	3.200		
	18			S & P 100 INDEX	4.800		
				JUNE 565 PUT			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				8,640.00			5,760.00-

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				BALANCE FORWARD			<b>10,512.73</b>
4/01				COCA COLA CO	DIV		<b>146.16</b>
4/01				DIV 3/15/05 4/01/05			
4/01				MERCK & CO	DIV		<b>184.68</b>
4/01				DIV 3/04/05 4/01/05			
				VIACOM INC	DIV		<b>26.46</b>
4/07				CLASS B NON VOTING SHS			
4/07				DIV 2/28/05 4/01/05			
				CHECK	CW	<b>21,665.98</b>	
4/07				FIDELITY SPARTAN	DIV		<b>45.97</b>
4/07				U S TREASURY MONEY MARKET			
4/07				DIV 04/07/05			
4/07				HEWLETT PACKARD CO	DIV		<b>53.28</b>
4/07		32,746	202	DIV 3/16/05 4/07/05			
4/07				FIDELITY SPARTAN	1		<b>32,746.00</b>
4/07		25,000	653	U S TREASURY MONEY MARKET			
				U S TREASURY BILL	99.900		<b>24,975.00</b>
				DUE 4/21/2005			
4/07	36,101		1422	4/21/2005			
				FIDELITY SPARTAN	1	<b>36,101.00</b>	
4/11				U S TREASURY MONEY MARKET			
4/13				ALTRIA GROUP INC	DIV		<b>328.50</b>
				DIV 3/15/05 4/11/05			
				FIDELITY SPARTAN	DIV		<b>13.13</b>
				U S TREASURY MONEY MARKET			
				DIV 04/13/05			
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4/13		36,101	5017	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		36,101.00
4/13	36,114		14214	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	36,114.00	
4/25				GENERAL ELECTRIC CO DIV 2/28/05 4/25/05	DIV		502.92
4/29	1,242		20240	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	1,242.00	
				NEW BALANCE			10,512.85
	37,356			SECURITY POSITIONS FIDELITY SPARTAN	MKT PRICE 1		
	500,000			U S TREASURY MONEY MARKET U S TREASURY BILL	99.748		
	500,000			DUE 06/02/2005 6/02/2005 U S TREASURY BILL	99.697		
				DUE 06/09/2005 6/09/2005			
				MARKET VALUE OF SECURITIES LONG SHORT			
				1,034,581.00			

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				<b>YEAR-TO-DATE SUMMARY</b>			
				<b>DIVIDENDS</b>			<b>4,210.00</b>
				<b>GROSS PROCEEDS FROM SALES</b>			<b>2,612,810.00</b>

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YOUR TAX PAYER IDENTIFICATION NUMBER  
**051-14-4577**

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			24,120.04
3/01				INTEL CORP	DIV		109.44
3/01				DIV 2/07/05 3/01/05			
				WELLS FARGO & CO NEW	DIV		181.44
				DIV 2/04/05 3/01/05			
3/07				FIDELITY SPARTAN	DIV		10.11
				U S TREASURY MONEY MARKET			
				DIV 03/07/05			
3/07		11,752	74427	FIDELITY SPARTAN	1		11,752.00
				U S TREASURY MONEY MARKET			
3/07		25,000	81906	U S TREASURY BILL	99.683		24,920.75
				DUE 4/21/2005			
				4/21/2005			
3/07	25,000		83779	U S TREASURY BILL	99.683	24,920.75	
				DUE 4/21/2005			
				4/21/2005			
3/08				JOHNSON & JOHNSON	DIV		184.68
				DIV 2/15/05 3/08/05			
3/08				PFIZER INC	DIV		311.22
				DIV 2/11/05 3/08/05			
3/08	15,686		93913	FIDELITY SPARTAN	1	15,686.00	
				U S TREASURY MONEY MARKET			
3/10				EXXON MOBIL CORP	DIV		370.08
				DIV 2/10/05 3/10/05			
				CONTINUED ON PAGE 2			

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
3/10				INTERNATIONAL BUSINESS MACHS	DIV		54.80
3/10				DIV 2/10/05 3/10/05			
3/10				MICROSOFT CORP	DIV		190.08
3/14				DIV 2/17/05 3/10/05			
				3M COMPANY	DIV		68.04
				DIV 2/25/05 3/12/05			
3/18		162	520	3M COMPANY	86.470		14,008.14
3/18		450	4784	ALTRIA GROUP INC	65.470		29,461.50
3/18		486	9048	MERCK & CO	32.410		15,751.26
3/18		2,376	13312	MICROSOFT CORP	25.190		59,851.44
3/18		234	17564	MORGAN STANLEY	59.720		13,974.48
3/18		576	28242	AMERICAN INTL GROUP INC	63.420		36,529.92
3/18		1,098	30348	ORACLE CORPORATION	13.230		14,526.54
3/18		270	32506	AMGEN INC	60.440		16,318.80
3/18		360	34612	PEPSICO INC	52.830		19,018.80
3/18		270	36770	AMERICAN EXPRESS COMPANY	54.040		14,590.80
3/18		1,638	38876	PFIZER INC	26.730		43,783.74
3/18		882	41034	BANK OF AMERICA	46.130		40,686.66
3/18		558	43140	PROCTER & GAMBLE CO	53.360		29,774.88
3/18		1,134	45298	CITI GROUP INC	48.400		54,885.60
3/18		738	47400	SBC COMMUNICATIONS INC	24.110		17,793.18
3/18		1,440	49562	CISCO SYSTEMS INC	18.600		26,784.00
3/18		1,008	51664	TIME WARNER INC	18		18,144.00
3/18		540	53826	DELL INC	39.470		21,313.80
3/18		432	55928	TYCO INTERNATIONAL LTD	35.580		15,370.56
				CONTINUED ON PAGE	3		

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3/18		450	57954	THE WALT DISNEY CO	28.630		12,883.50
3/18		378	60192	VIACOM INC	34.500		13,041.00
				CLASS B NON VOTING SHS			
3/18		2,286	62184	GENERAL ELECTRIC CO	36.400		83,210.40
3/18		612	64456	VERIZON COMMUNICATIONS	36.190		22,148.28
3/18		486	66447	HOME DEPOT INC	39.660		19,274.76
3/18		378	68720	WELLS FARGO & CO NEW	60.580		22,899.24
3/18		666	70682	HEWLETT PACKARD CO	20.200		13,453.20
3/18		918	72984	WAL-MART STORES INC	51.600		47,368.80
3/18		360	74935	INTERNATIONAL BUSINESS MACHS	92.200		33,192.00
3/18		1,404	77248	EXXON MOBIL CORP	61.820		86,795.28
3/18		1,368	79199	INTEL CORP	24.330		33,283.44
3/18		648	83463	JOHNSON & JOHNSON	67.780		43,921.44
3/18		774	87727	J.P. MORGAN CHASE & CO	36.590		28,320.66
3/18		522	91991	COCA COLA CO	42.650		22,263.30
3/18		270	96255	MEDTRONIC INC	54.330		14,669.10
3/18	500,000		81511	U S TREASURY BILL DUE 06/02/2005	99.428	497,140.00	
				6/02/2005			
3/18	500,000		85773	U S TREASURY BILL DUE 06/09/2005	99.373	496,865.00	
				6/09/2005			
3/18				AMERICAN INTL GROUP INC	DIV		72.00
				DIV 3/04/05 3/18/05			
3/18	14,971		90036	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	14,971.00	
				CONTINUED ON PAGE 4			

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3/24				HOME DEPOT INC	DIV		42.50
3/28				DIV 3/10/05 3/24/05	DIV		396.90
3/31				BANK OF AMERICA	DIV		82.80
3/31	2,089		96450	DIV 3/04/05 3/25/05	DIV		
				PEPSICO INC	DIV		
				DIV 3/11/05 3/31/05			
				FIDELITY SPARTAN	1	2,089.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE			10,512.73
	32,746			SECURITY POSITIONS	MKT PRICE		
	25,000			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
				U S TREASURY BILL	99.849		
				DUE 4/21/2005			
				4/21/2005			
	500,000			U S TREASURY BILL	99.531		
				DUE 06/02/2005			
				6/02/2005			
	500,000			U S TREASURY BILL	99.475		
				DUE 06/09/2005			
				6/09/2005			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,052,738.25			

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				BALANCE FORWARD		24,120.00	
3/07	18		78830	S & P 100 INDEX MARCH 585 CALL	2.900	5,238.00	
3/08		18	87458	S & P 100 INDEX MARCH 585 CALL	5.100		9,162.00
3/16	18		21820	S & P 100 INDEX MARCH 585 CALL	.100	198.00	
3/17		18	26084	S & P 100 INDEX MARCH 575 PUT	5.500		9,882.00
				NEW BALANCE		10,512.00	

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				BALANCE FORWARD		683.52	
2/18		198	44792	MERRILL LYNCH & CO INC	60.530		11,984.94
2/18		414	49068	U S BANCORP	30.290		12,540.06
2/18	25,000		56284	U S TREASURY BILL DUE 4/21/2005	99.580	24,895.00	
				4/21/2005			
2/18				FIDELITY SPARTAN	DIV		37.92
				U S TREASURY MONEY MARKET			
				DIV 02/18/05			
2/18		36,357	53351	FIDELITY SPARTAN	1		36,357.00
				U S TREASURY MONEY MARKET			
2/18	11,221		59970	FIDELITY SPARTAN	1	11,221.00	
				U S TREASURY MONEY MARKET			
2/25				CITI GROUP INC	DIV		498.96
				DIV 2/07/05 2/25/05			
2/28				MERRILL LYNCH & CO INC	DIV		31.68
				DIV 2/04/05 2/28/05			
2/28	531		69783	FIDELITY SPARTAN	1	531.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE			24,120.04
				SECURITY POSITIONS	MKT PRICE		
	450			ALTRIA GROUP INC	65.650		
				CONTINUED ON PAGE 2			

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	270			AMERICAN EXPRESS COMPANY	54.150		
	576			AMERICAN INTL GROUP INC	66.800		
	270			AMGEN INC	61.510		
	882			BANK OF AMERICA	46.650		
	1,440			CISCO SYSTEMS INC	17.420		
	1,134			CITI GROUP INC	47.720		
	522			COCA COLA CO	42.800		
	540			DELL INC	40.090		
	450			THE WALT DISNEY CO	27.940		
	1,404			EXXON MOBIL CORP	63.310		
	2,286			GENERAL ELECTRIC CO	35.200		
	666			HEWLETT PACKARD CO	20.800		
	486			HOME DEPOT INC	40.020		
	1,368			INTEL CORP	23.980		
	360			INTERNATIONAL BUSINESS MACHS	92.580		
	774			J.P. MORGAN CHASE & CO	36.550		
	648			JOHNSON & JOHNSON	65.600		
	270			MEDTRONIC INC	52.120		
	486			MERCK & CO	31.700		
	2,376			MICROSOFT CORP	25.180		
	234			MORGAN STANLEY	56.470		
	1,098			ORACLE CORPORATION	12.910		
	360			PEPSICO INC	53.860		
	1,638			PFIZER INC	26.290		
	558			PROCTER & GAMBLE CO	53.090		
				CONTINUED ON PAGE 3			

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	738			SBC COMMUNICATIONS INC	24.050		
	11,752			FIDELITY SPARTAN	1		
	152			U S TREASURY MONEY MARKET			
	1,008			3M COMPANY	83.940		
	432			TIME WARNER INC	17.230		
	25,000			TYCO INTERNATIONAL LTD	33.480		
				U S TREASURY BILL	99.633		
				DUE 4/21/2005			
				4/21/2005			
	612			VERIZON COMMUNICATIONS	35.970		
	378			VIACOM INC	34.900		
				CLASS B NON VOTING SHS			
	918			WAL-MART STORES INC	51.610		
	378			WELLS FARGO & CO NEW	59.380		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				1,029,411.55			

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				<b>YEAR-TO-DATE SUMMARY</b>			
				<b>DIVIDENDS</b>			<b>809.71</b>
				<b>GROSS PROCEEDS FROM SALES</b>			<b>1,563,621.75</b>

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				BALANCE FORWARD			684.00
2/16		18	26380	S & P 100 INDEX	4.100		7,362.00
2/16	18		30799	MARCH 585 CALL	4.900	8,838.00	
2/16	18		35286	MARCH 575 PUT	13	23,418.00	
2/16		18	39867	S & P 100 INDEX	.050		90.00
				FEBRUARY 565 CALL			
				FEBRUARY 555 PUT			
				NEW BALANCE		24,120.00	
				SECURITY POSITIONS	MKT PRICE		
		18		S & P 100 INDEX	1.600		
				MARCH 585 CALL			
	18			S & P 100 INDEX	5.200		
				MARCH 575 PUT			
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				9,350.00			2,880.00-

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				BALANCE FORWARD			.53
1/03				MERCK & CO	DIV		194.94
1/03				DIV 12/03/04 1/03/05			
				VIACOM INC	DIV		27.93
				CLASS B NON VOTING SHS			
1/07				DIV 11/30/04 1/01/05			
1/07				CHECK	CW	21,264.68	
				FIDELITY SPARTAN	DIV		2.83
				U S TREASURY MONEY MARKET			
1/07		8,994	1790	DIV 01/07/05	1		8,994.00
				FIDELITY SPARTAN			
1/07		525,000	2562	U S TREASURY MONEY MARKET			
				U S TREASURY BILL	99.433		522,023.25
				DUE 04/07/2005			
1/07	500,000		3023	4/07/2005			
				U S TREASURY BILL	98.777	493,885.00	
				DUE 6/30/2005			
1/07	15,871		3807	6/30/2005	1	15,871.00	
				FIDELITY SPARTAN			
1/28	360		436	U S TREASURY MONEY MARKET			
1/28	378		3250	INTERNATIONAL BUSINESS MACHS	92.070	33,145.20	
1/28	1,368		4720	WELLS FARGO & CO NEW	60.250	22,774.50	
1/28	918		7534	INTEL CORP	22.210	30,383.28	
				WAL-MART STORES INC	53.180	48,819.24	
				CONTINUED ON PAGE 2			

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1/28	648		9004	JOHNSON & JOHNSON	61.950	40,143.60	
1/28	1,404		11818	EXXON MOBIL CORP	51.320	72,053.28	
1/28	774		13288	J.P. MORGAN CHASE & CO	37.060	28,684.44	
1/28	522		17572	COCA COLA CO	41.140	21,475.08	
1/28	270		21856	MEDTRONIC INC	51.630	13,940.10	
1/28	198		26140	MERRILL LYNCH & CO INC	57.570	11,398.86	
1/28	162		30424	3M COMPANY	82.110	13,301.82	
1/28	450		34708	ALTRIA GROUP INC	62.330	28,048.50	
1/28	486		38992	MERCK & CO	30.280	14,716.08	
1/28	2,376		43276	MICROSOFT CORP	25.890	61,300.80	
1/28	234		47560	MORGAN STANLEY	54.360	12,720.24	
1/28	576		53311	AMERICAN INTL GROUP INC	66.600	38,361.60	
1/28	270		57595	AMGEN INC	62.060	16,756.20	
1/28	1,098		60412	ORACLE CORPORATION	13.550	14,877.90	
1/28	270		61879	AMERICAN EXPRESS COMPANY	52.950	14,296.50	
1/28	360		64696	PEPSICO INC	53.370	19,213.20	
1/28	882		66163	BANK OF AMERICA	45.410	40,051.62	
1/28	1,538		68980	PFIZER INC	24.420	39,999.96	
1/28	1,134		70447	CITI GROUP INC	48.480	54,976.32	
1/28	558		73264	PROCTER & GAMBLE CO	55.300	30,857.40	
1/28	1,440		74731	CISCO SYSTEMS INC	17.810	25,646.40	
1/28	738		77545	SBC COMMUNICATIONS INC	24.390	17,999.82	
1/28	540		79015	DELL INC	40.150	21,681.00	
1/28	1,008		81829	TIME WARNER INC	18.260	18,406.08	
1/28	450		83299	THE WALT DISNEY CO	28.230	12,703.50	
				CONTINUED ON PAGE 3			

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



**BERNARD L. MADOFF**  
INVESTMENT SECURITIES LLC  
New York ☐ London

885 Third Avenue  
New York, NY 10022  
(212) 230-2424  
800 334-1343  
Fax (212) 838-4061

Affiliated with  
Madoff Securities International Limited  
12 Berkeley Street  
Mayfair, London W1J 8DT  
Tel 020 7493 6222

JOSEPH S POPKIN

6010 LINDEN CIRCLE  
TAMARAC

FL 33319

PERIOD ENDING

1/31/05

PAGE

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YOUR ACCOUNT NUMBER

1-ZA121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER

051-14-4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
1/28	432		86113	TYCO INTERNATIONAL LTD	35.090	15,158.88	
1/28	2,286		87583	GENERAL ELECTRIC CO	35.650	81,495.90	
1/28	414		90397	U S BANCORP	30.070	12,448.98	
1/28	486		91867	HOME DEPOT INC	40.530	19,697.58	
1/28	378		94681	VIACOM INC	37.670	14,239.26	
				CLASS B NON VOTING SHS			
1/28	666		96151	HEWLETT PACKARD CO	19.750	13,153.50	
1/28	612		98965	VERIZON COMMUNICATIONS	36.900	22,582.80	
1/28		525,000	48318	U S TREASURY BILL DUE 4/14/2005	99.514		522,448.50
				4/14/2005			
1/28		500,000	50050	U S TREASURY BILL DUE 6/30/2005	98.925		494,625.00
				6/30/2005			
1/28				FIDELITY SPARTAN	DIV		15.40
				U S TREASURY MONEY MARKET			
1/28	36,134		16460	DIV 01/28/05			
				FIDELITY SPARTAN	1	36,134.00	
				U S TREASURY MONEY MARKET			
1/28		15,871	40388	FIDELITY SPARTAN	1		15,871.00
				U S TREASURY MONEY MARKET			
1/31	223		21490	FIDELITY SPARTAN	1	223.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE		683.52	
	450			SECURITY POSITIONS	MKT PRICE		
				ALTRIA GROUP INC	63.830		
				CONTINUED ON PAGE 4			

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JOSEPH S POPKIN

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FL 33319

PERIOD ENDING

1/31/05

PAGE

4

YOUR ACCOUNT NUMBER

1-2A121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER

051-14-6577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	270			AMERICAN EXPRESS COMPANY	53.350		
	576			AMERICAN INTL GROUP INC	66.290		
	270			AMGEN INC	52.240		
	882			BANK OF AMERICA	46.370		
	1,440			CISCO SYSTEMS INC	18.040		
	1,134			CITI GROUP INC	49.050		
	522			COCA COLA CO	41.490		
	540			DELL INC	41.760		
	450			THE WALT DISNEY CO	28.630		
	1,404			EXXON MOBIL CORP	51.600		
	2,286			GENERAL ELECTRIC CO	36.130		
	666			HEWLETT PACKARD CO	19.590		
	486			HOME DEPOT INC	41.260		
	1,368			INTEL CORP	22.450		
	360			INTERNATIONAL BUSINESS MACHS	93.420		
	774			J.P. MORGAN CHASE & CO	37.330		
	648			JOHNSON & JOHNSON	64.700		
	270			MEDTRONIC INC	52.490		
	486			MERCK & CO	28.050		
	198			MERRILL LYNCH & CO INC	50.070		
	2,376			MICROSOFT CORP	26.280		
	234			MORGAN STANLEY	55.960		
	1,098			ORACLE CORPORATION	13.770		
	360			PEPSICO INC	53.700		
	1,638			PFIZER INC	24.160		
				CONTINUED ON PAGE 5			

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PERIOD ENDING  
1/31/05

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5

YOUR ACCOUNT NUMBER  
1-ZA121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
051-14-4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	558			PROCTER & GAMBLE CO	53.230		
	738			SBC COMMUNICATIONS INC	23.760		
	36,357			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	162			3M COMPANY	84.360		
	1,008			TIME WARNER INC	18		
	432			TYCO INTERNATIONAL LTD	36.140		
	414			U S BANCORP	30.050		
	612			VERIZON COMMUNICATIONS	35.590		
	378			VIACOM INC	37.340		
				CLASS B NON VOTING SHS			
	918			WAL-MART STORES INC	52.400		
	378			WELLS FARGO & CO NEW	61.300		
				MARKET VALUE OF SECURITIES			
				LONG SHORT			
				1,040,894.70			

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



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JOSEPH S POPKIN

6010 LINDEN CIRCLE  
TAMARAC

FL 33319

PERIOD ENDING

1/31/05

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YOUR ACCOUNT NUMBER

1-7A121-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER

051-14-4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			241.15
				GROSS PROCEEDS FROM SALES			1,539,096.75

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



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FL 33319

PERIOD ENDING  
1/31/05

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1

YOUR ACCOUNT NUMBER  
1-2A121-4-0

YOUR TAX PAYER IDENTIFICATION NUMBER  
051-14-4577

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				NO BALANCE FORWARD			
1/26		18	51844	S & P 100 INDEX FEBRUARY 565 CALL	5.200		9,342.00
1/26	18		56128	S & P 100 INDEX FEBRUARY 555 PUT	4.800	8,658.00	
				NEW BALANCE			684.00
		18		SECURITY POSITIONS S & P 100 INDEX FEBRUARY 565 CALL	MKT PRICE 5.500		
	18			S & P 100 INDEX FEBRUARY 555 PUT	2.200		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				3,960.00			9,900.00-

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



**BERNARD L. MADOFF**  
INVESTMENT SECURITIES LLC  
New York ☐ London

212 230-2424  
800 334-1343  
Fax 212 838-4061

WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:

4/07/05

CW CHECK

21,665.98

JOSEPH S POPKIN

CLIENT'S ACCOUNT NUMBER

1-ZA121-3

6010 LINDEN CIRCLE  
TAMARAC

FL 33319

MEMO



**BERNARD L. MADOFF**  
INVESTMENT SECURITIES LLC  
New York ☐ London

212 230-2424  
800 334-1343  
Fax 212 838-4061

WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:

**7/07/05**

**CW CHECK**

**22,829.20**

**JOSEPH S POPKIN**

**CLIENT'S ACCOUNT NUMBER**

**1-7A121-3**

**6010 LINDEN CIRCLE  
TAMARAC**

**FL 33319**

**MEMO**





**BERNARD L. MADOFF**  
INVESTMENT SECURITIES LLC  
New York ☐ London

212 230-2424  
800 334-1343  
Fax 212 838-4061

WE HAVE THIS DAY DEBITED YOUR  
ACCOUNT WITH THE FOLLOWING:

**10/07/05**

**CW CHECK**

**20,784.04**

**JOSEPH S POPKIN**

**CLIENT'S ACCOUNT NUMBER**

**1-ZA121-3**

**6010 LINDEN CIRCLE  
TAMARAC**

**FL 33319**

**MEMO**

☐ CORRECTED (if checked)

<b>PAYER'S name, street address, city, state, ZIP code, and telephone no.</b>  <b>BERNARD L. MADOFF</b> <b>885 THIRD AVE.</b> <b>NEW YORK, NY 10022</b>  <b>DIRECT INQUIRIES TO: 212 230-2470</b>		<b>1a Date of sale or exchange</b>	<b>OMB No. 1545-0715</b>  <b>2005</b>	<b>Proceeds From Broker and Barter Exchange Transactions</b>
		<b>1b CUSIP no.</b>	<b>Form 1099-B</b>	
		<b>2 Stocks, bonds, etc.</b> Reported } <input checked="" type="checkbox"/> Gross proceeds to IRS } <input type="checkbox"/> Gross proceeds less commissions and option premiums <b>\$ 9753689.15</b>		
<b>PAYER'S Federal identification number</b>  <b>13-1997126</b>	<b>RECIPIENT'S identification number</b>  <b>4577</b>	<b>3 Bartering</b>  <b>\$</b>	<b>4 Federal income tax withheld</b>  <b>\$</b>	<b>Copy B For Recipient</b>  This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.
<b>RECIPIENT'S name, address, and ZIP code</b>  <b>JOSEPH S POPKIN</b> <b>6010 LINDEN CIRCLE</b> <b>TAMARAC FL 33319</b>		<b>5 No. of shares exchanged</b>  <b>\$</b>	<b>6 Classes of stock exchanged</b>  	
		<b>7 Description</b>  		
		<b>8 Profit or (loss) realized in 2005</b>  <b>\$</b>	<b>9 Unrealized profit or (loss) on open contracts—12/31/2004</b>  <b>\$</b>	
<b>CORPORATION'S name, street address, city, state, and ZIP code</b>  		<b>10 Unrealized profit or (loss) on open contracts—12/31/2005</b>  <b>\$</b>	<b>11 Aggregate profit or (loss)</b>  <b>\$</b>	
		<b>12 If the box is checked, the recipient cannot take a loss on their tax return based on the amount in box 2</b> <input type="checkbox"/>		
<b>Account number (see instructions)</b>  <b>17A121</b>				

Form **1099-B**

(keep for your records)

Department of the Treasury - Internal Revenue Service

☐ CORRECTED (if checked)

PAYER'S name, street address, city, state, ZIP code, and telephone no.  <b>BERNARD L. MADOFF</b> <b>885 THIRD AVE.</b> <b>NEW YORK, NY 10022</b>  <b>DIRECT INQUIRIES TO: 212 230-2470</b>		1a Total ordinary dividends	OMB No. 1545-0110	<b>Dividends and Distributions</b>  <b>2005</b>  Form 1099-DIV
		\$ 11252.81	1b Qualified dividends	
PAYER'S Federal identification number	RECIPIENT'S identification number	2a Total capital gain distr.	2b Unrecap. Sec. 1250 gain	<b>Copy B</b> <b>For Recipient</b>
13-1997126	-4577	\$	\$	
RECIPIENT'S name, address, and ZIP code  <b>JOSEPH S POPKIN</b> <b>6010 LINDEN CIRCLE</b> <b>TAMARAC FL 33319</b>		2c Section 1202 gain	2d Collectibles (28%) gain	This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.
		\$	\$	
3 Nondividend distributions	4 Federal income tax withheld	\$	\$	
	5 Investment expenses	\$	\$	
6 Foreign tax paid	7 Foreign country or U.S. possession	\$	\$	
Account number (see instructions)		8 Cash liquidation distributions	9 Noncash liquidation distributions	
17A121		\$	\$	

Form 1099-DIV

(keep for your records)

Department of the Treasury - Internal Revenue Service